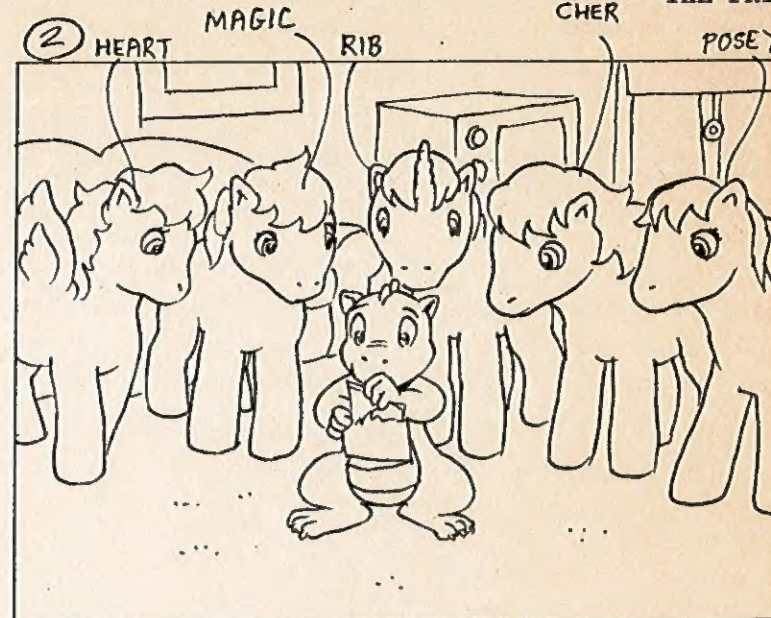
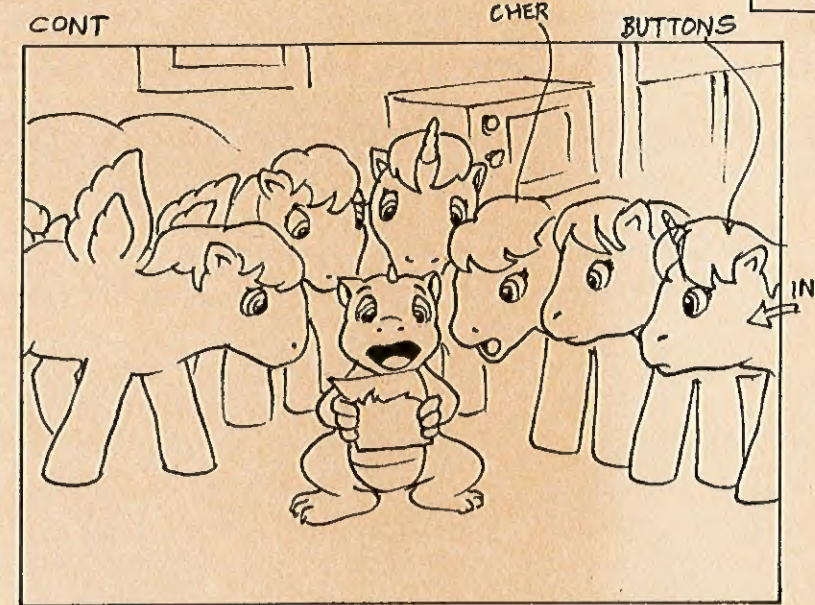


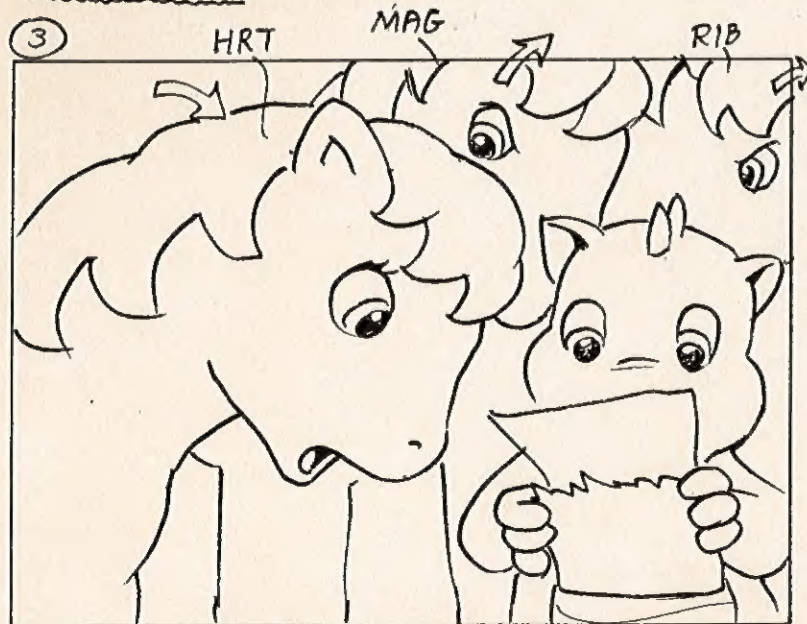
INT. PARADISE ESTATE - DAY. BLUR BG.
GOLD FILIGREED FANCY EMBOSSED ENVELOPE,
LETTERING: QUILL-SCRIPT.
SPIKE (OS): IT'S FROM THE PALACE DE
BRANDEFORT!



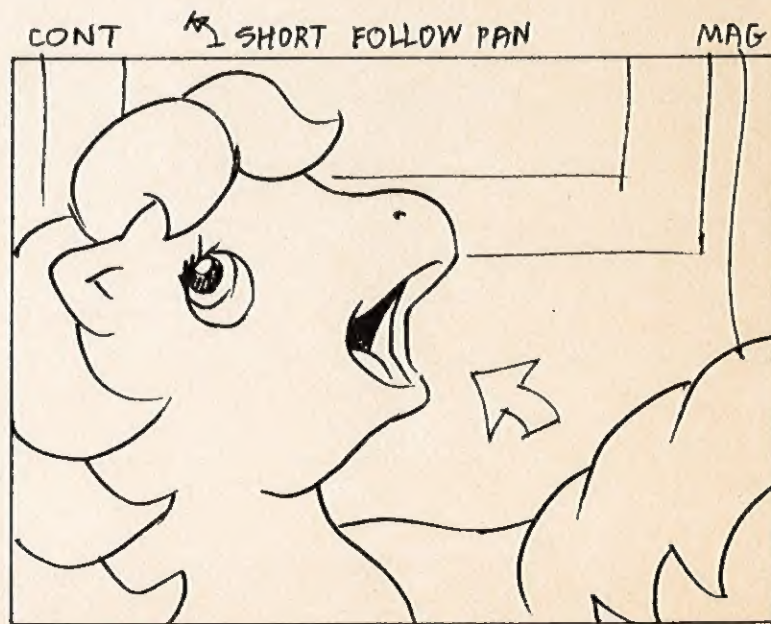
SPIKE OPENS ENVELOPE, REMOVES THE
FANCY INVITATION, ...



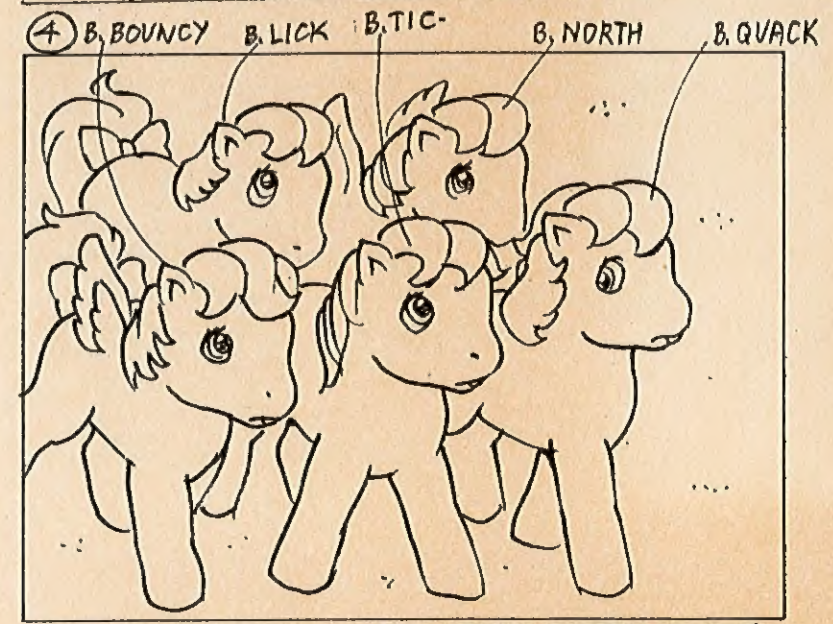
... READS.
SPIKE "YOU ARE CORDIALLY INVITED TO A WEEKEND
FROLIC ...!"
CHERRIES' JUBILEE: "... PLEASE BRING THE NEWBORN
TWIN; THIS PARTY IS IN THEIR HONOR."



HEART THROB: ... SIGNED BY THE DUCHESS
DE BRANDEFORT HER-SELF! ...

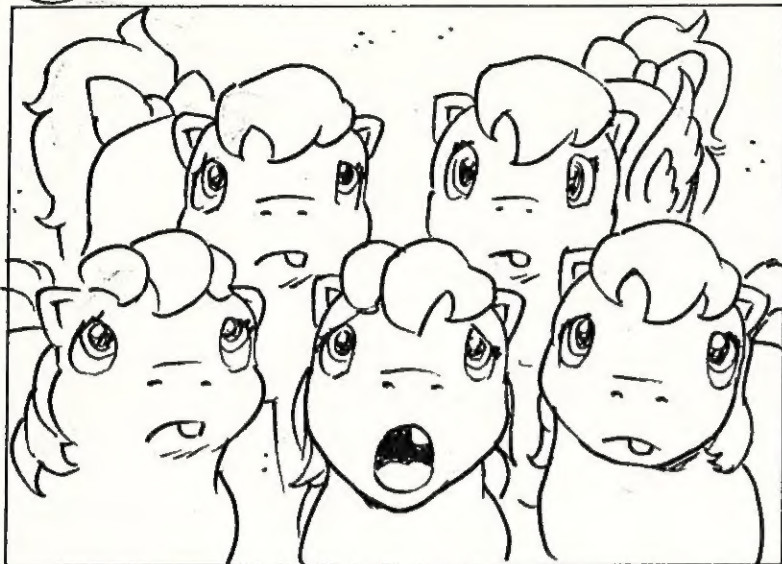


(TURNS AWAY) ... I MAY FAINT!



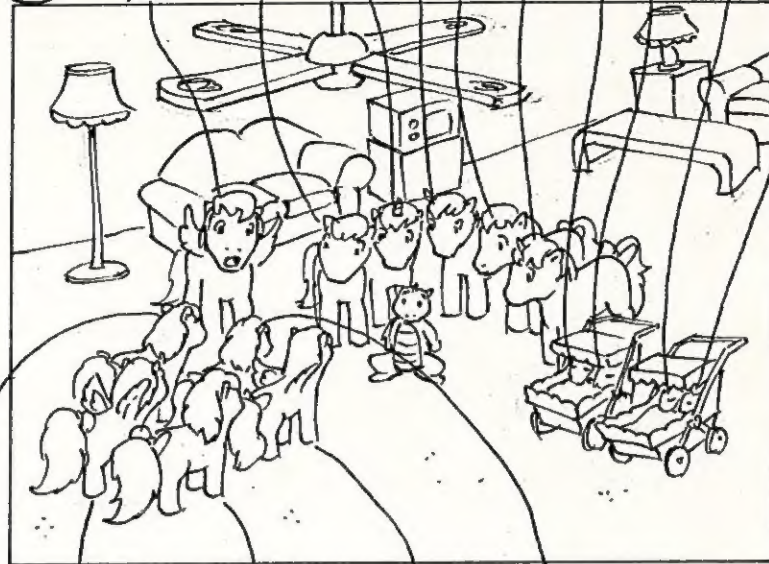
▶ FOLLOW PAN, AS FIRST TOOTH PONIES
WALK IN ...

④ CONT



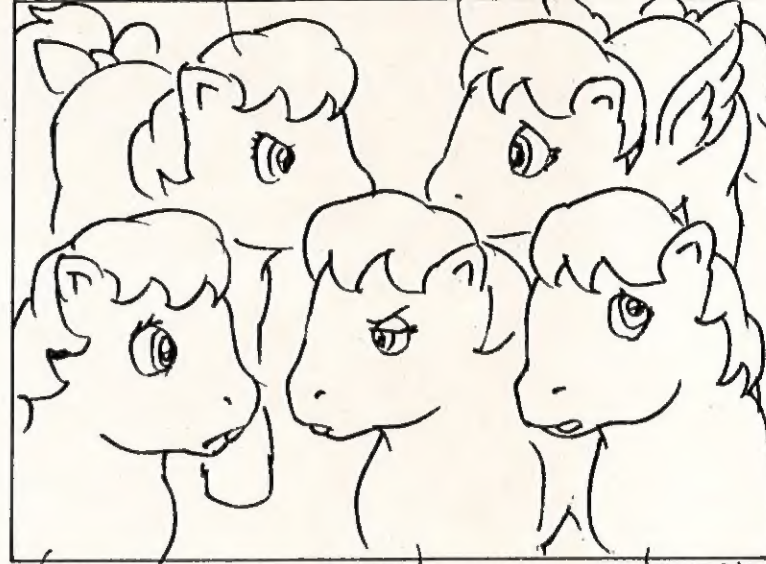
STOP PAN. ... UP TO CAM.
BABY TIC-TAC-TOE: AWW! NEWBORN TWINS GET TO GO AN' WE DON'T!?

⑤



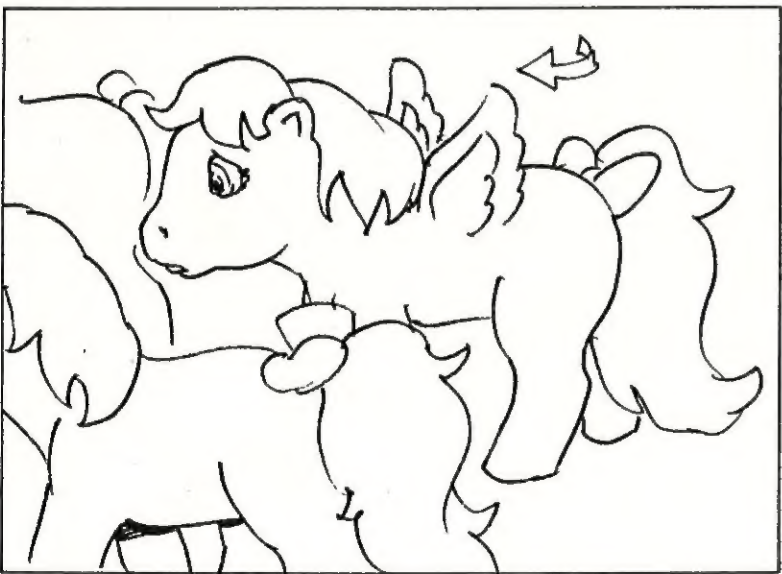
B. QUACK B. LICK B. NORTH B. BOUNCY B. TIC-
HEART THROB: THE PARTY'S FOR THEM, BABY TIC-TAC-TOE! I'M SORRY.

⑥



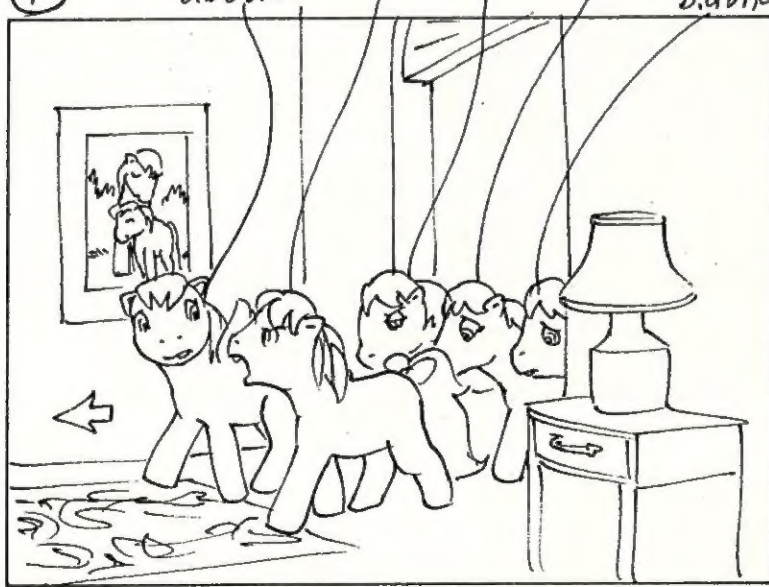
B. BOUNCY B. TIC- B. QUACK
 THEY LOOK AMONG THEMSELVES, ANGRY & UNHAPPY...

CONT



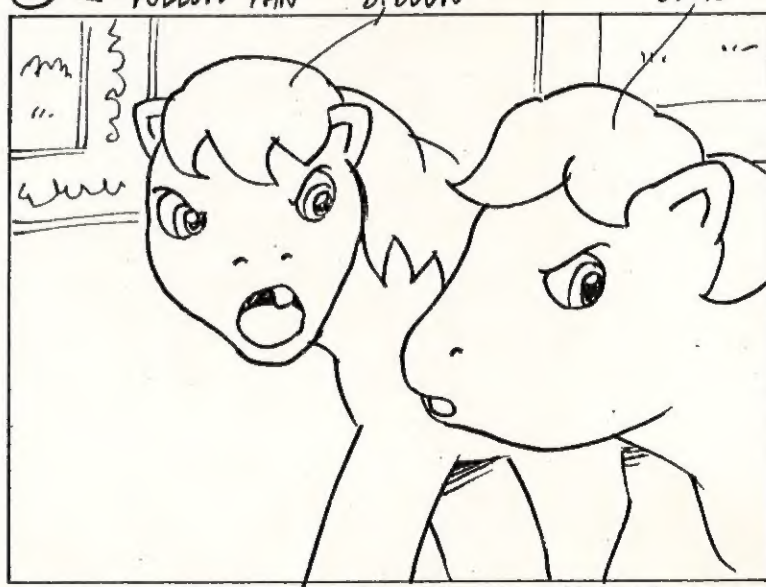
... AND GO ON.

⑦



← FOLLOW PAN
BABY TIC-TAC-TOE: NEWBORN TWINS GET ALL THE ATTENTION!

⑧



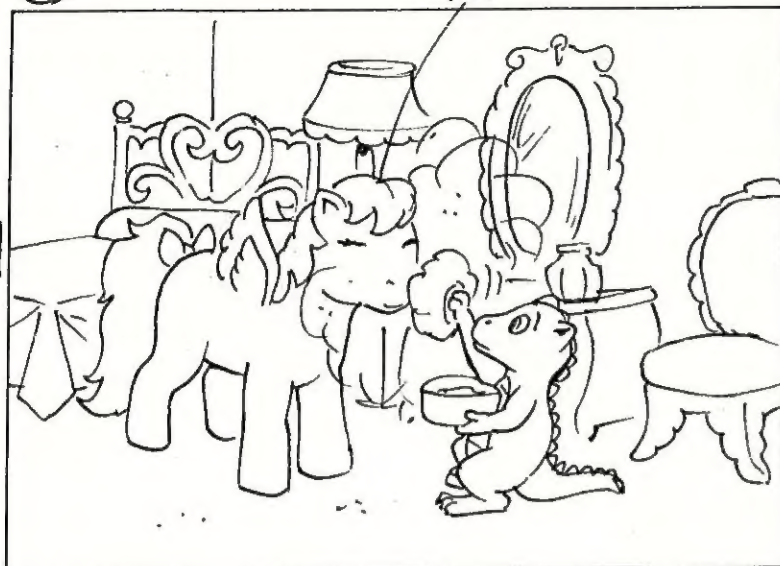
BABY BOUNCY: I SAY WE DO SUMPIN' 'BOUT IT!

WIPE

9

HRT

WIPE



INT. HEART THROB'S ROOM. DAY. SPIKE IS POWDERING HER FACE, CREATING SMALL FOG OF POWDER-

10

HRT

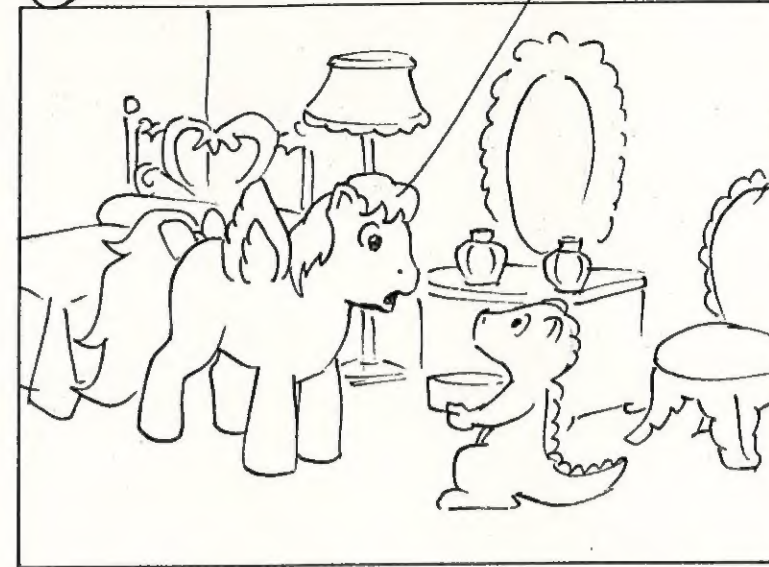
HRT (MIRROR)



HEART THROB: MORE, SPIKE, MORE!...

11

HRT



...OH, I ABSOLUTELY MUST SHOW UP ALL THOSE...

CONT



...HE STARTS POWDERING-
...FANCY-PANTS AT THE PALACE TONIGHT!

12



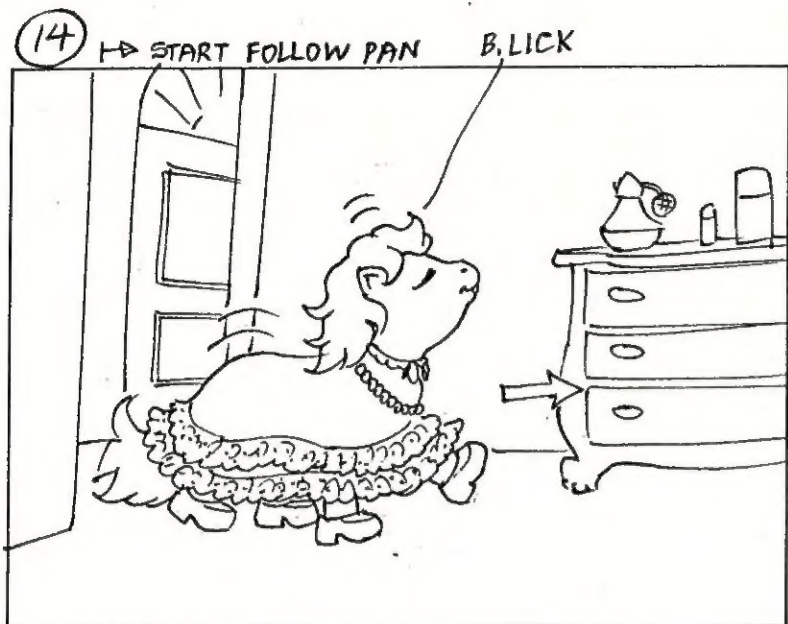
BABY LICKETY SPLIT (OS): YOU NOT THE ONLY...

13

HRT



BABY LICKETY SPLIT (OS, CONT): ...ONE WHO CAN BE GWAMEROUS --!



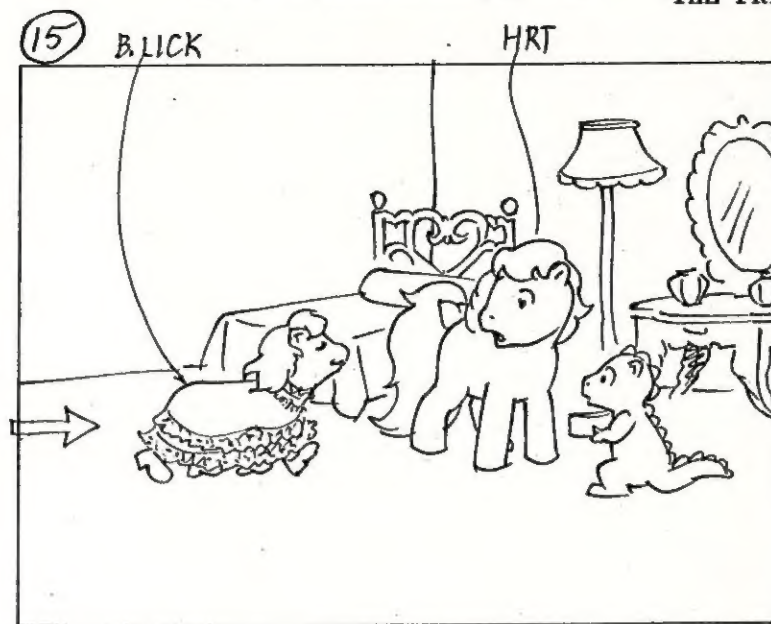
HEART THROB (OS): BABY LICKETY SPLIT!

WHAT IN HEAVEN'S NAME...

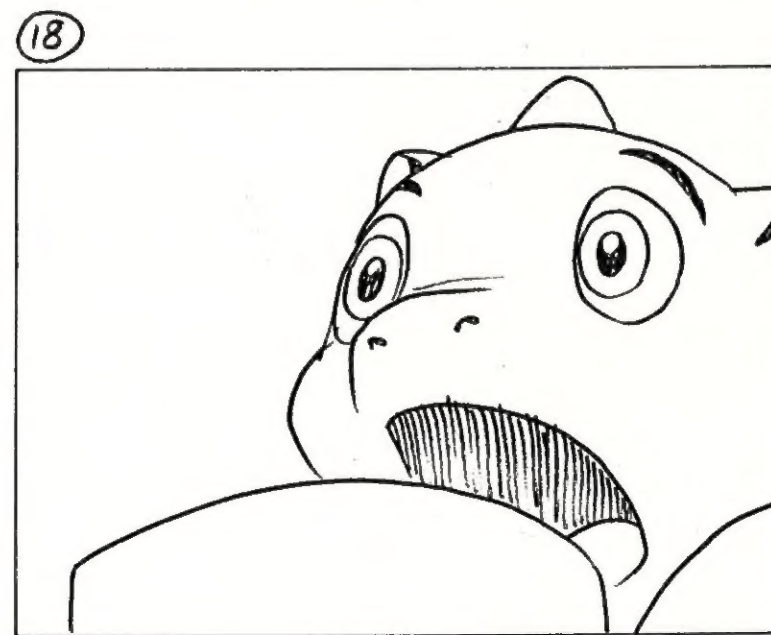
SHE'S WEARING "SWEETNESS & LACE" PONY OUTFIT,
WHICH IS TOO BIG FOR HER, WITH "PAGEANT QUEEN"
HIGH HEEL SHOES.



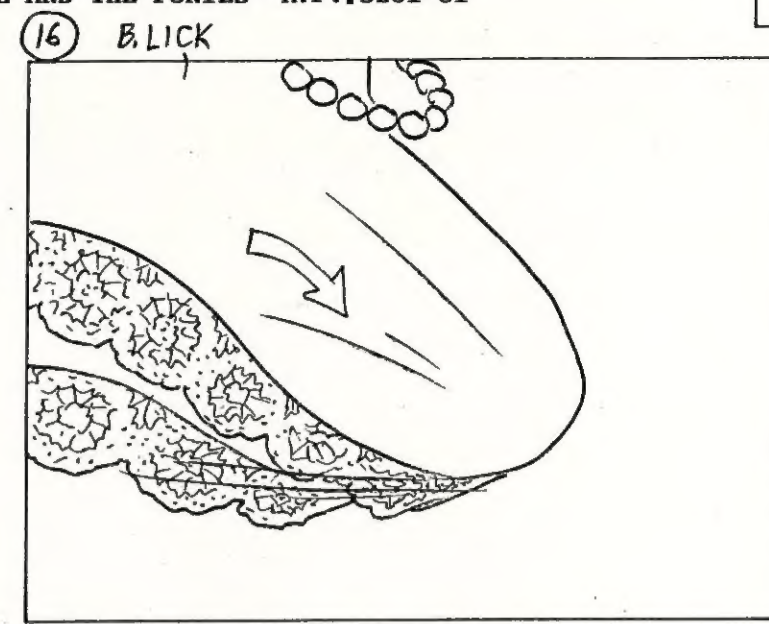
SHORT SC ... FALLS FORWARD ...



... ARE YOU UP TO!?



SHORT SC ... SPIKE IS ALARMED...



SHORT SCENE. SHE TRIPS ON HEM...



SHORT SC - SHE HITS POWDER BOX &
SPIKE, KNOCKING POWDER ALL OVER, ...

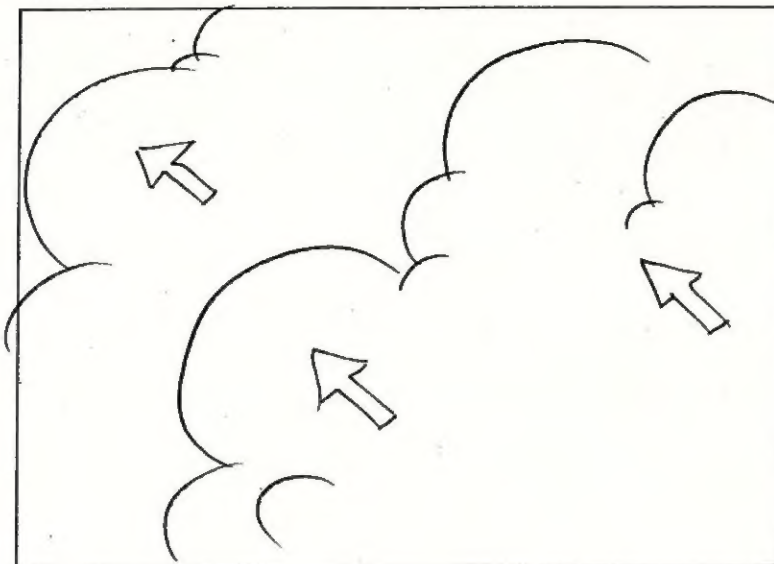
(20)

HRT



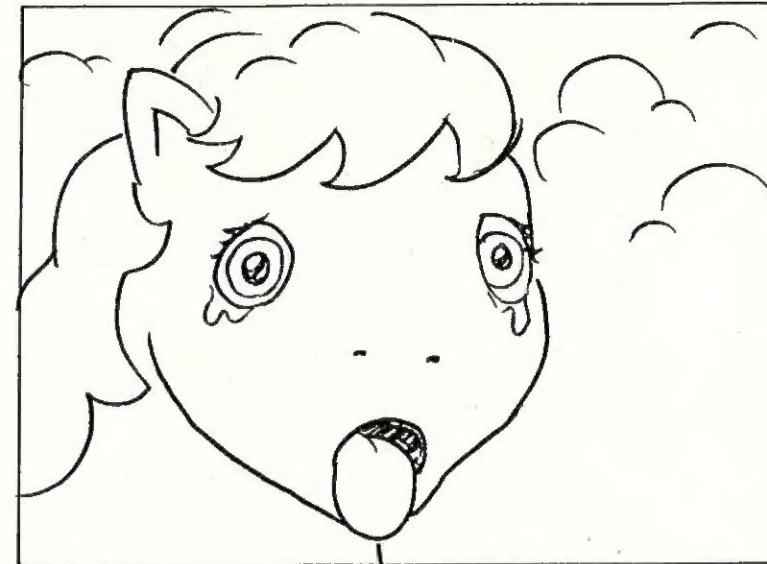
POWDER CLOUD...

CONT



... OBSCURES HER, ...

CONT

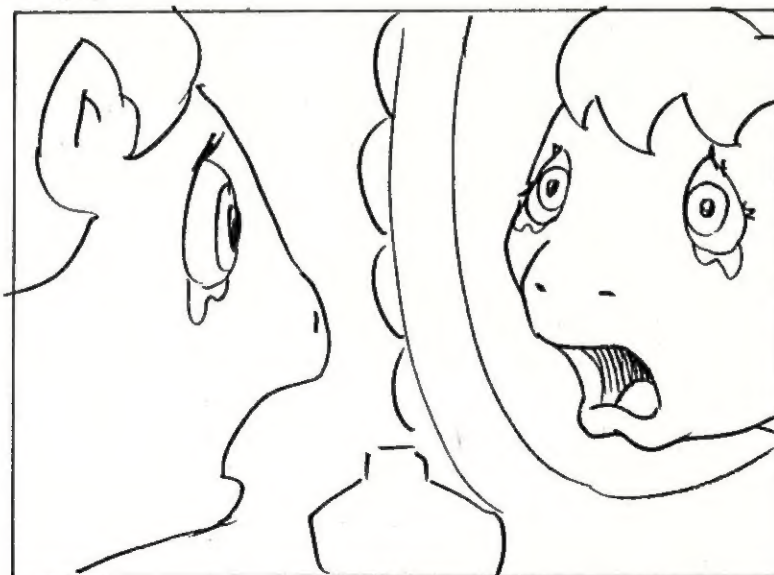


... LEAVES HER WHITE-FACED & WHITE-TONGUED.

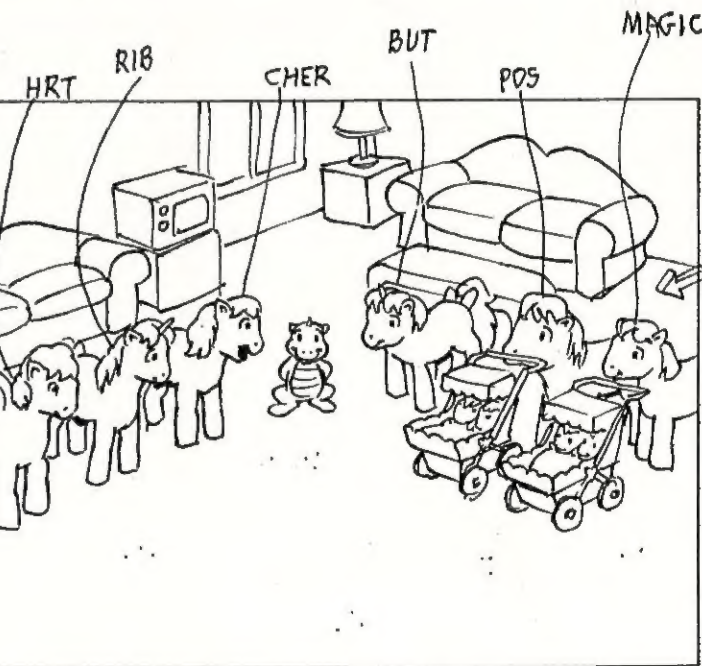
CONT

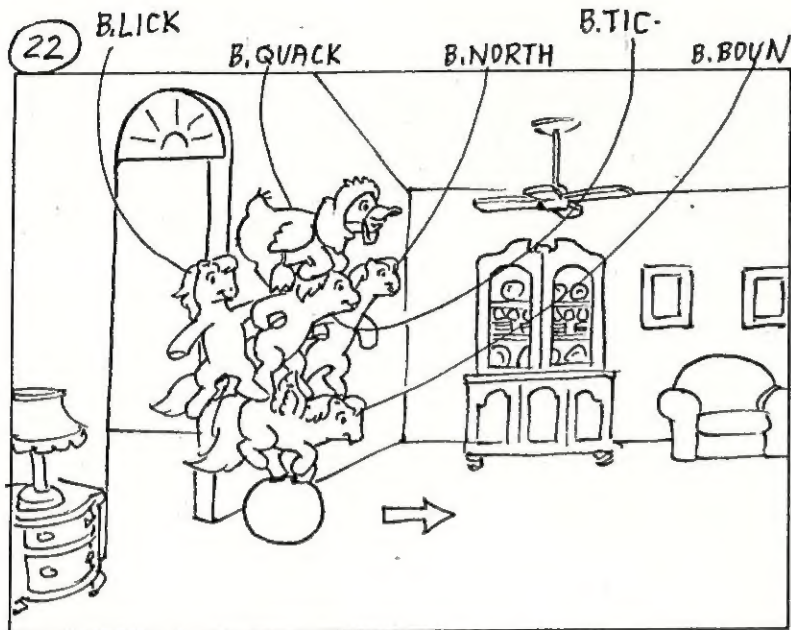
SHORT FOLLOW PAN →
SHE LOOKS IN MIRROR. - BEAT -

CONT

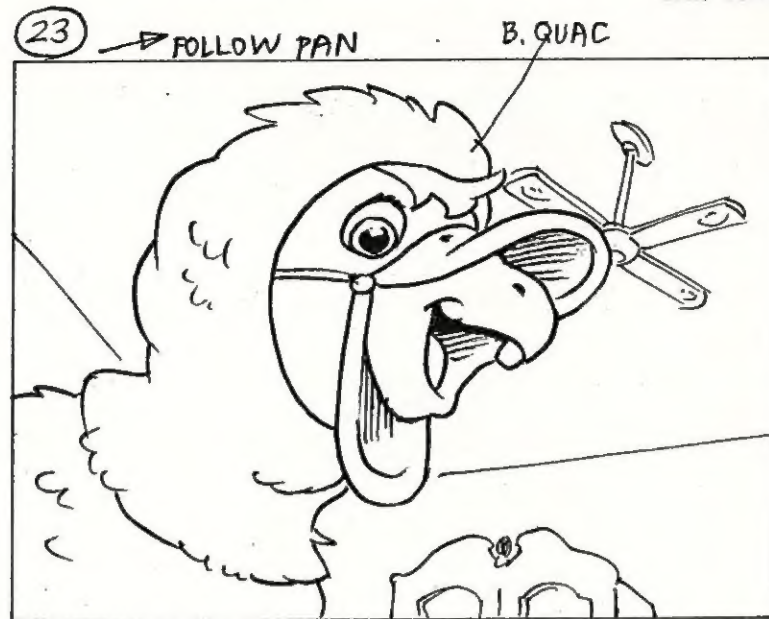
HEART THROB : I'M RUINED, I TELL YOU!!

(21)

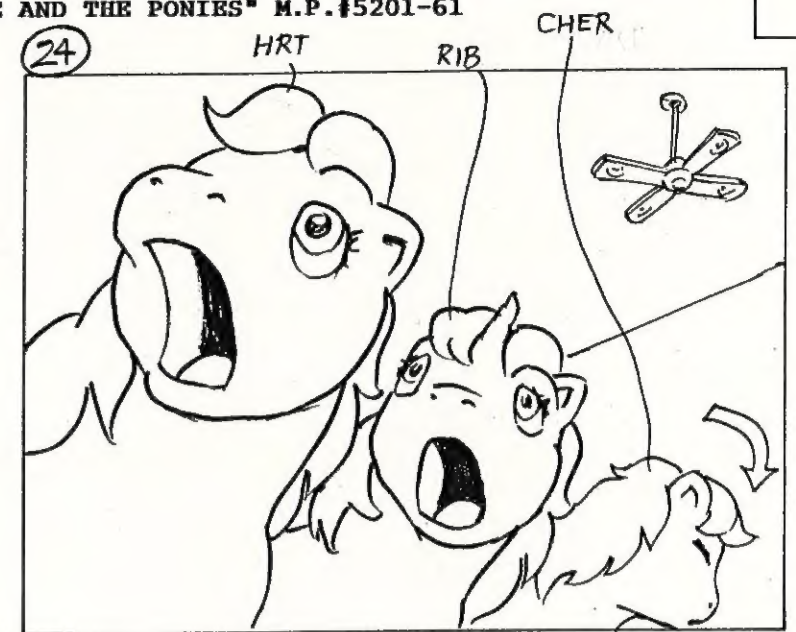
INT. ESTATE - DAY
CHERRIES JUBILEE : WELL, WE'RE ALL SET
FOR THE PALACE!



FIVE FIRST TOOTHES COME IN

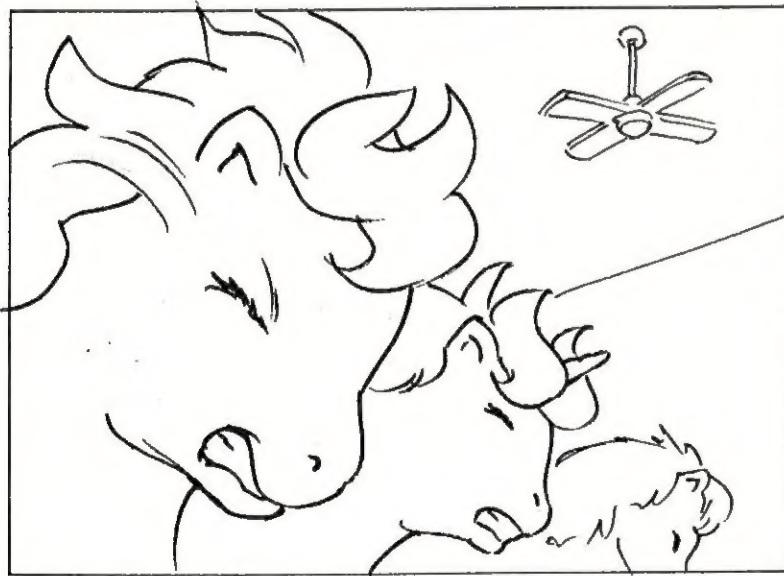


BABY QUACKER: LOOKA ME! QUAAK!!
I'M A DUCK!



THEY ARE HORRIFIED...

CONT

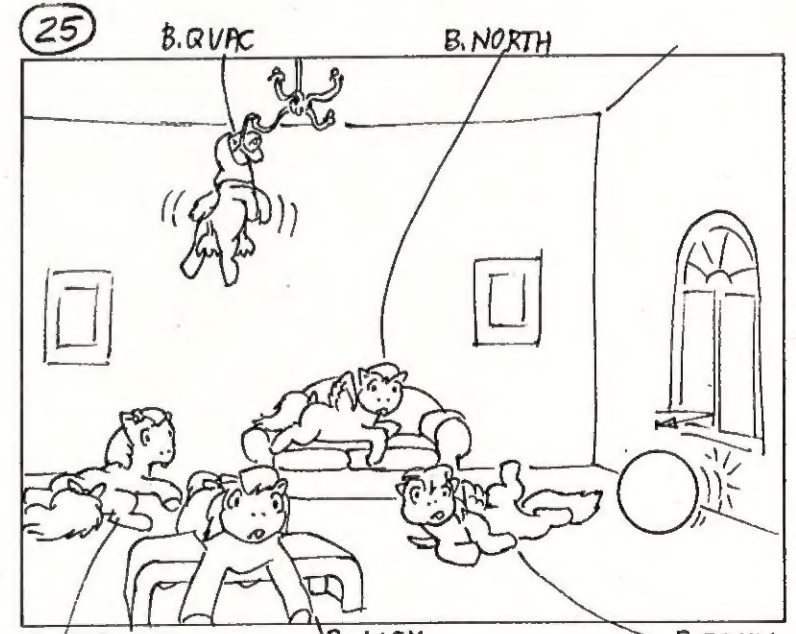


...WINCE AT:
SFX (OS): CRASHH!!

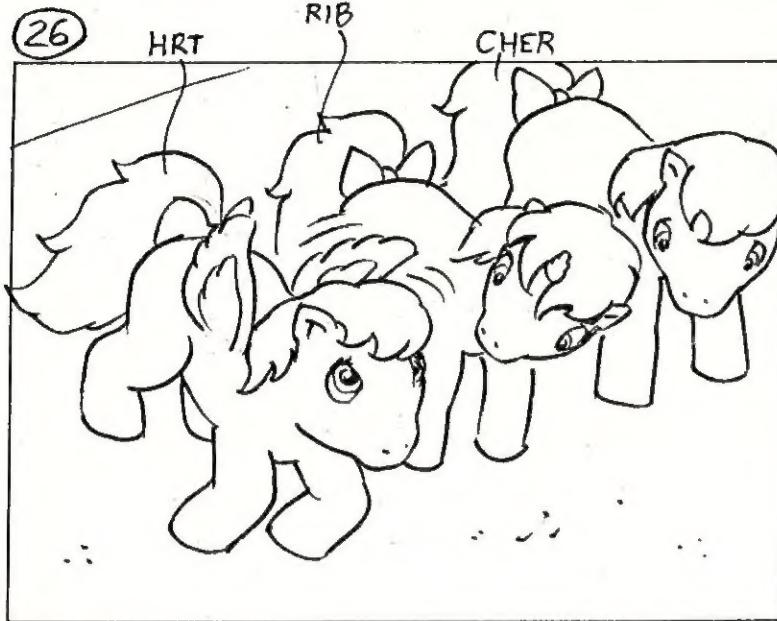
CONT



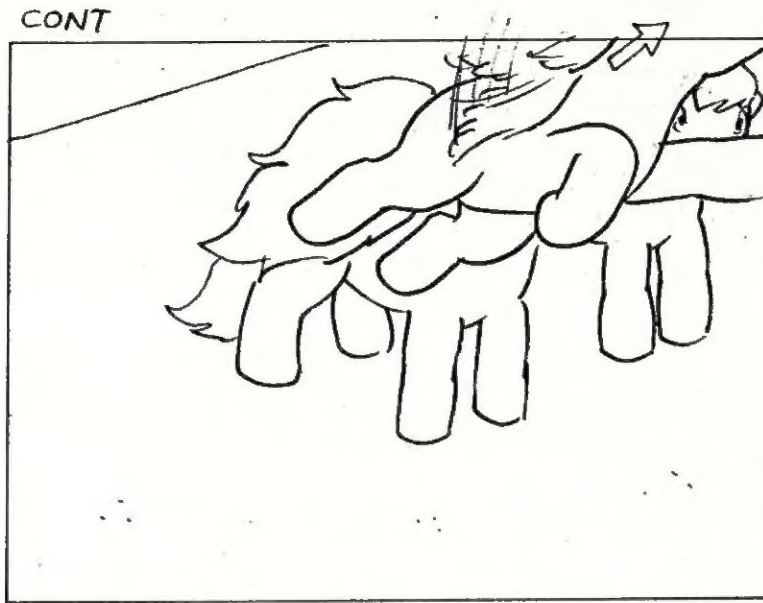
THEY LOOK AROUND



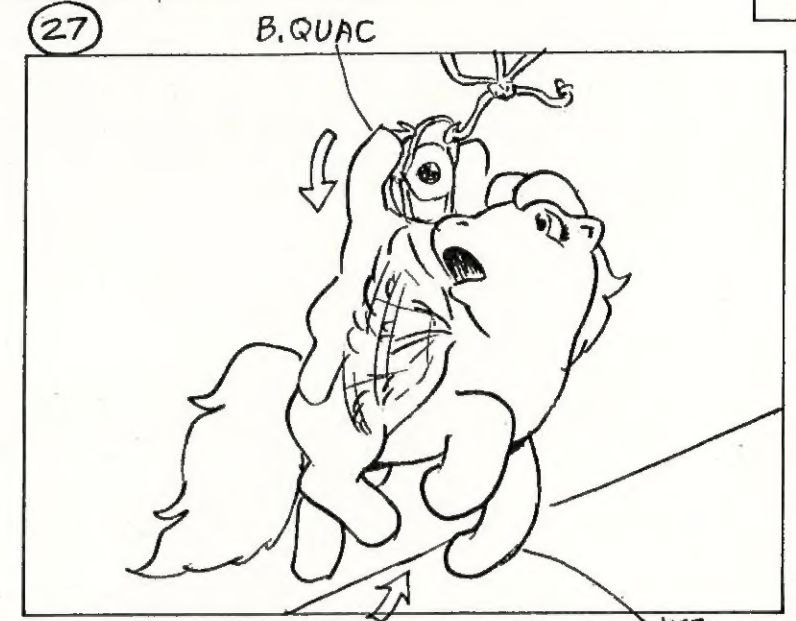
B.TIC- B.LICK B.BOUN
BABY FIRST TOOTH5 STREWN ABOUT- BALL
SLOWLY ROLLS TO WALL, BOUNCES BACK TO STOP.



HEART THROB ANTICS, ...

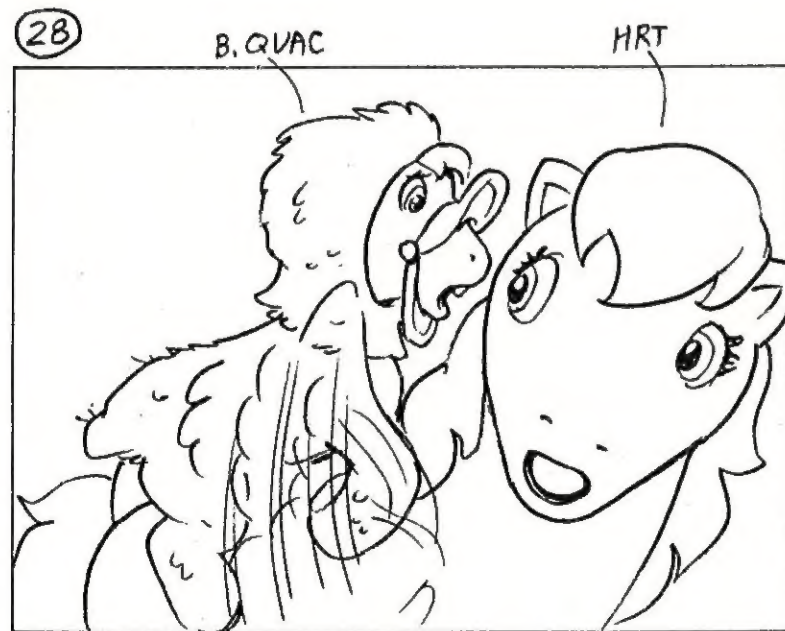


... LEAPS / FLIES UP OS...

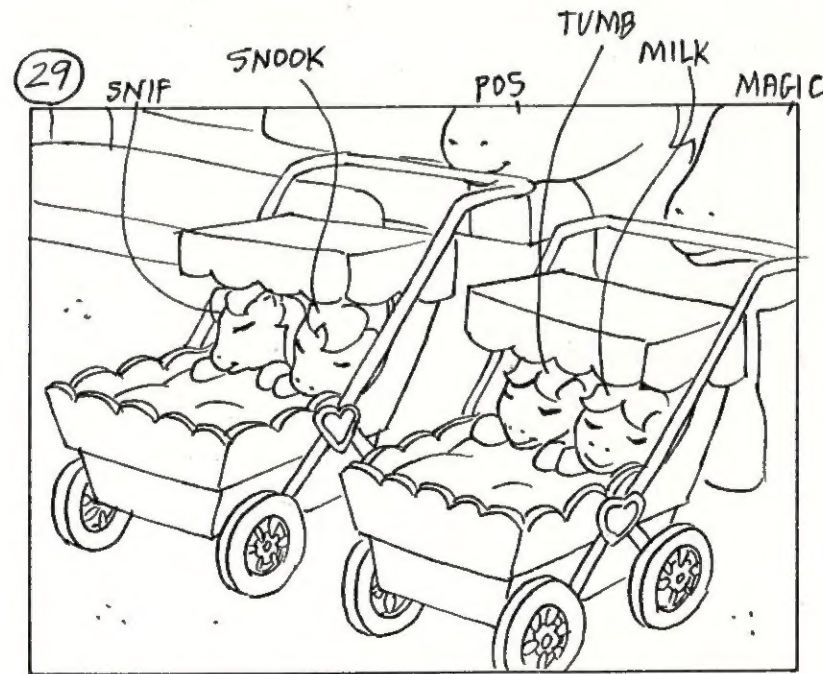


... HOVERS UNDER BABY QUACKER, WHO UNHOOKS HERSELF FROM CHANDELIER, GETS ON HER BACK.

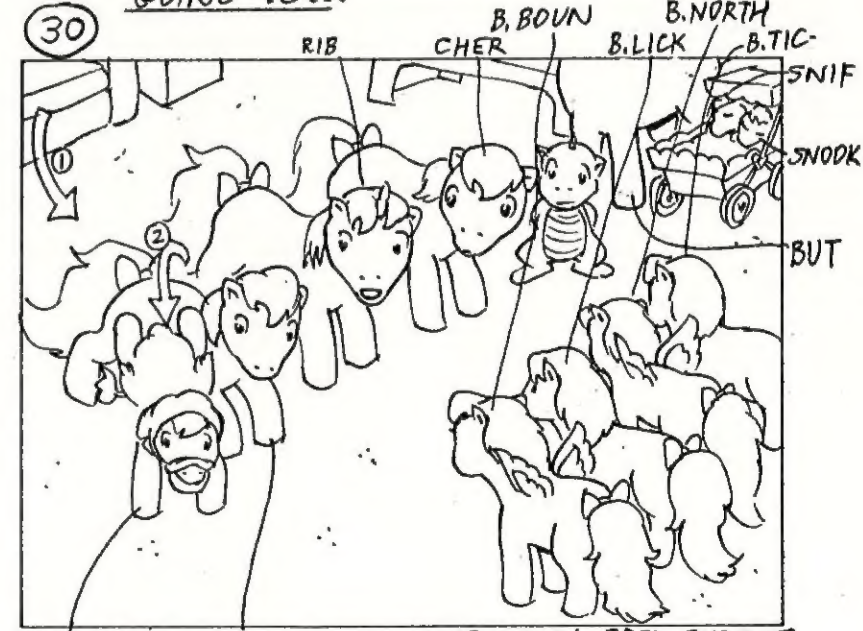
HEART THROB: BABY QUACKER, WHY ARE YOU GOING TO...



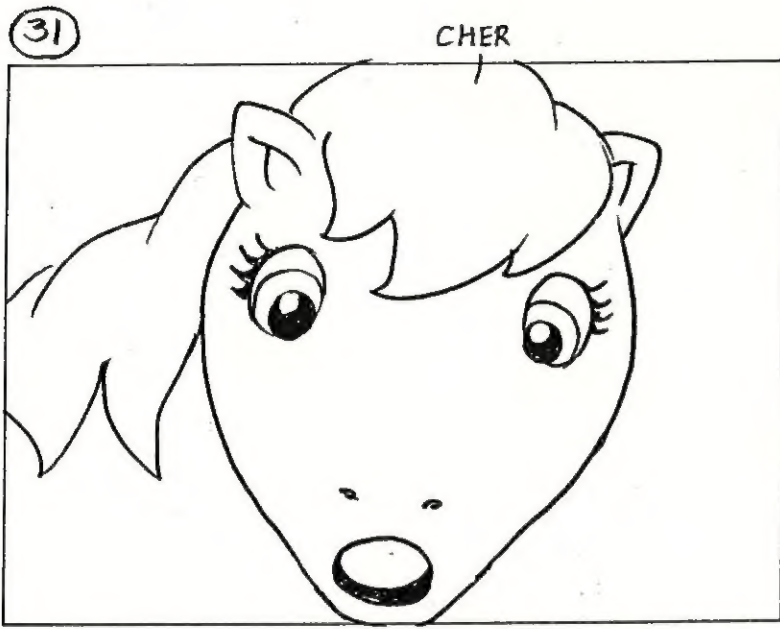
... ALL THIS TROUBLE?
BABY QUACKER: 'CAUSE ONLY BABIES GETTIN' NOTICED...



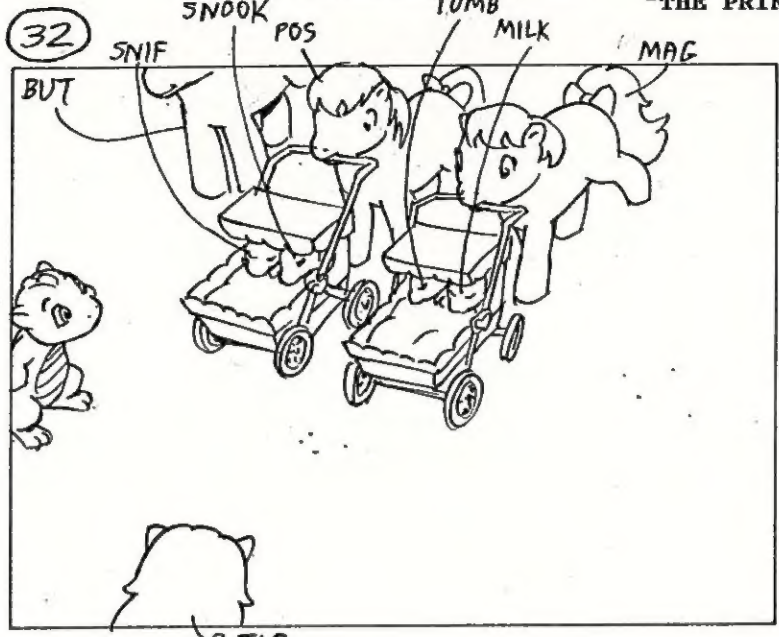
... 'ROUND HERE ARE NEWBORN TWINS!



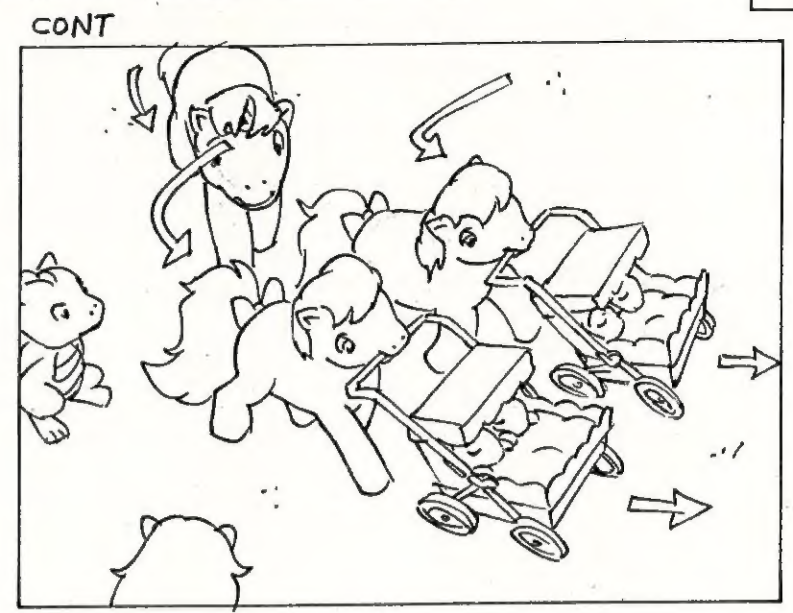
B. QUAC HRT SHE FLIES DOWN, BABY QUACKER GETS OFF- RIBBON: NEWBORN BABIES NEED A LOT OF ATTENTION, BABY QUACKER.



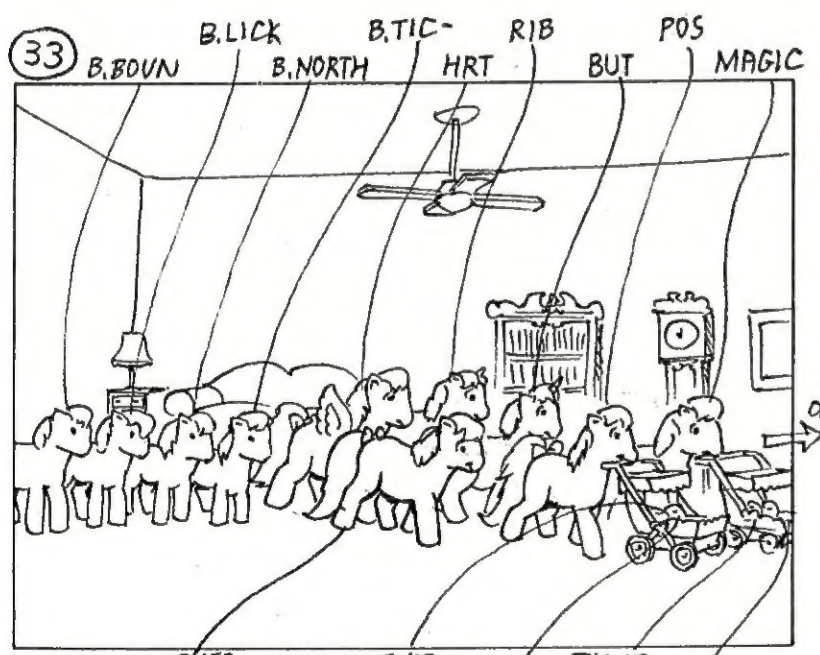
CHERRIES JUBILEE : IT DOESN'T MEAN WE LOVE THEM ANY MORE THAN WE LOVE YOU...



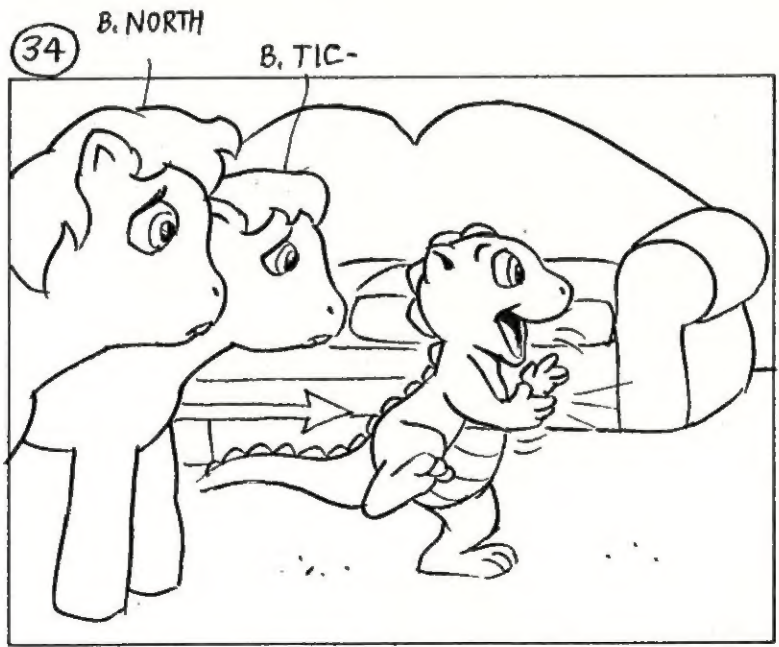
B.TIC
THEY ROLL BUGGIES...



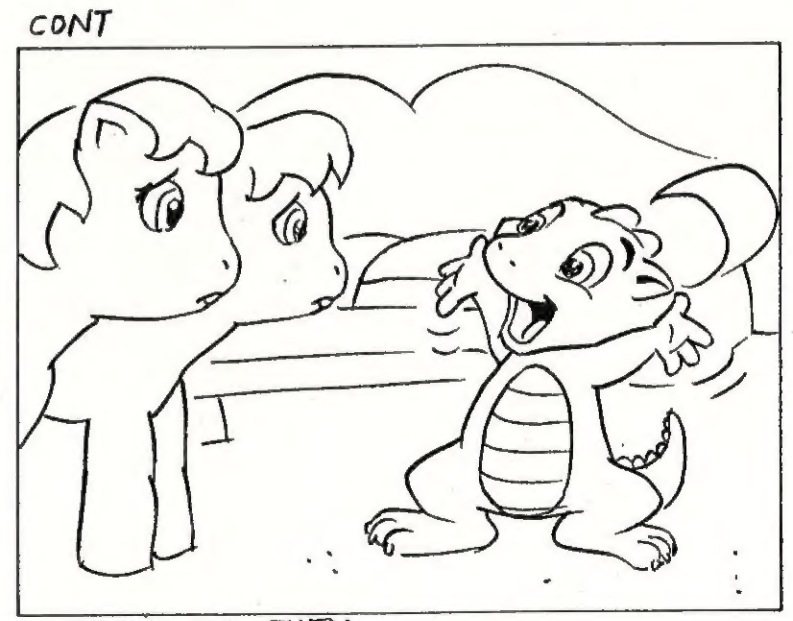
...OS.



CHER SNIF SNOOK TUMB MILK
FIRST TOOTH SULKILY WATCH ADULT PONIES ROLL BUGGIES OS.

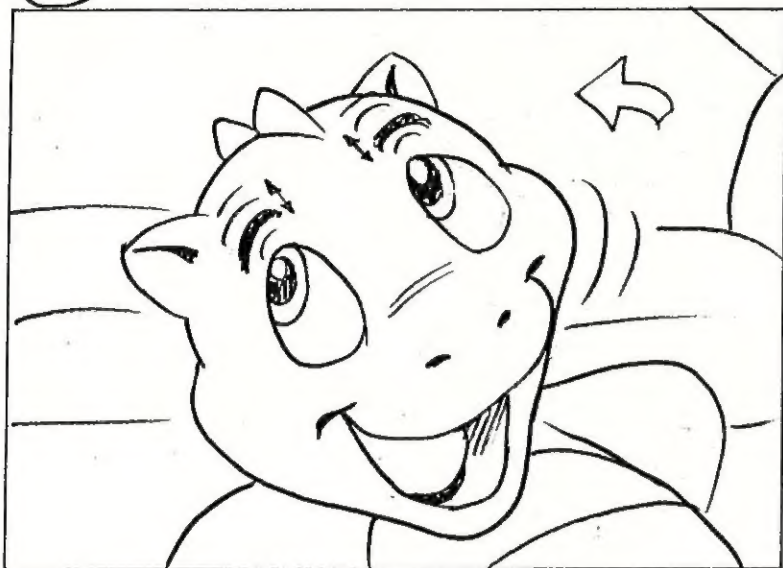


HE COMES FORWARD, CLAPS HANDS GRINS...
SPIKE : OBOY! ALL ALONE ...



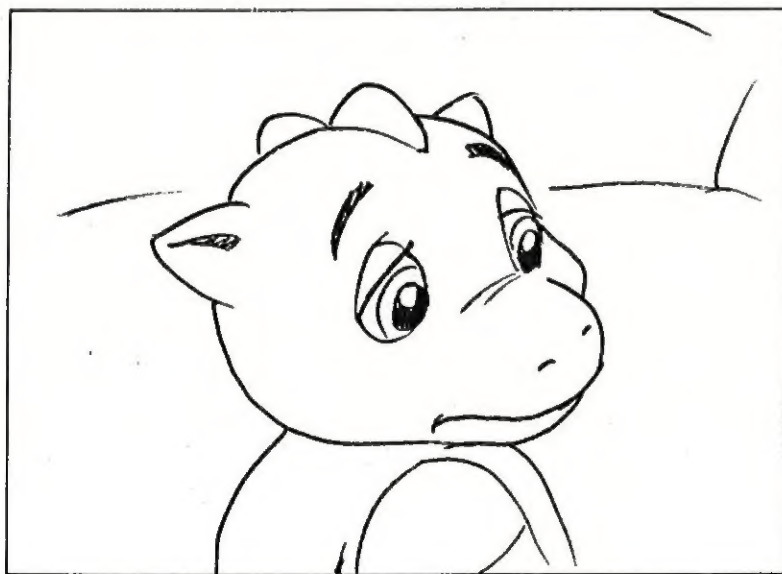
... TURNS TO THEM.
... IN THE HOUSE WITH NO GROWNUPS! ...

(35)



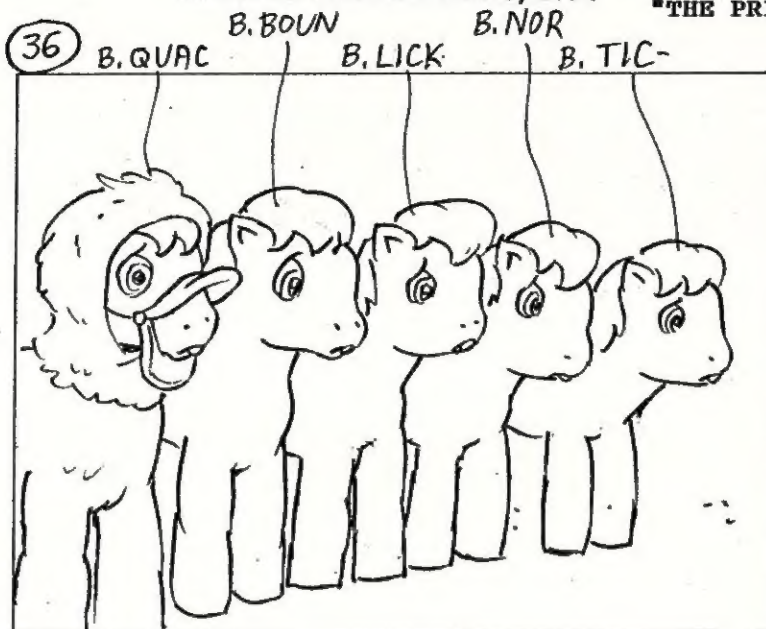
HE WAGGLES EYEBROWS.
SPIKE (CONT): ... SOME FUN, EH?

CONT



... HIS FACE FALLS ...

(36)



SILENCE. POUTING & SULKING.

CONT



↓ SHORT FOLLOW PAN.

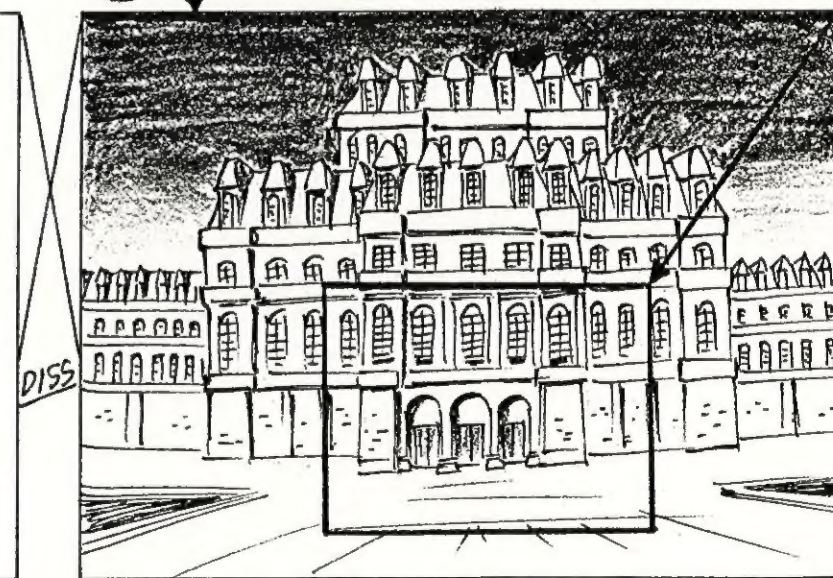
(37)



HIS GRIN FADES...

NOTE: GROUND FLOOR IS SOLID WALL -
 NO DOORS OR WINDOWS. (EXCEPT FRONT DOORS.)
 ↓ DISS DUR TRUCK IN

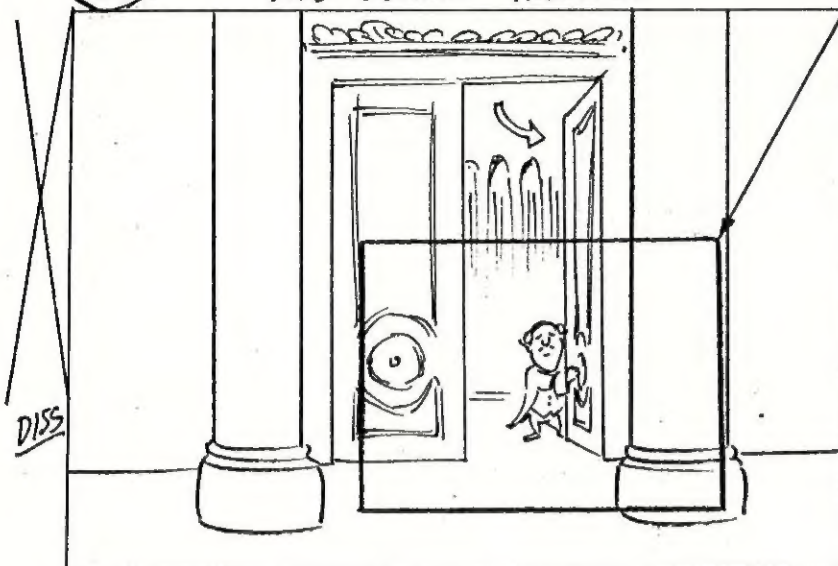
(38)



EXT. PALACE DE BRANDEFORT. DUSK - THINK
 OF VERSAILLES - ALL WINDOWS BRIGHTLY LIT
 BY THOUSANDS OF CANDLES.

39

DISS DURING TRUCK IN

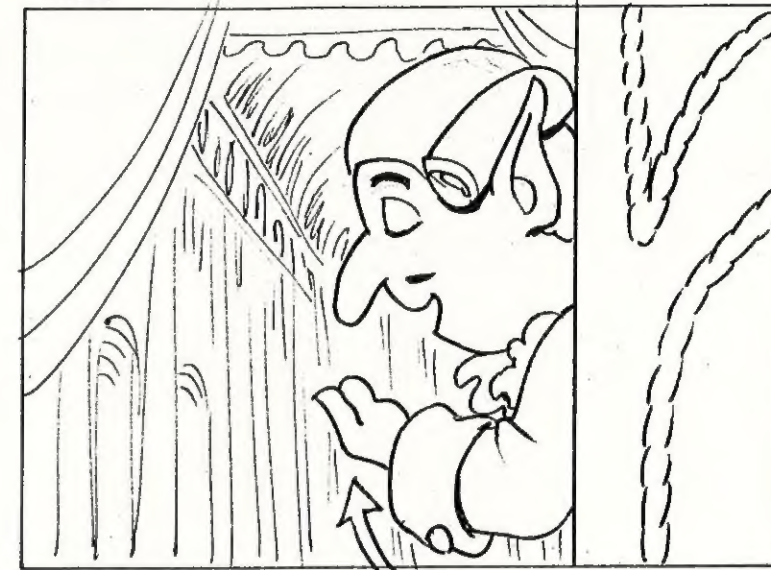


LARGE FRONT DOOR SWINGS OPEN -

40

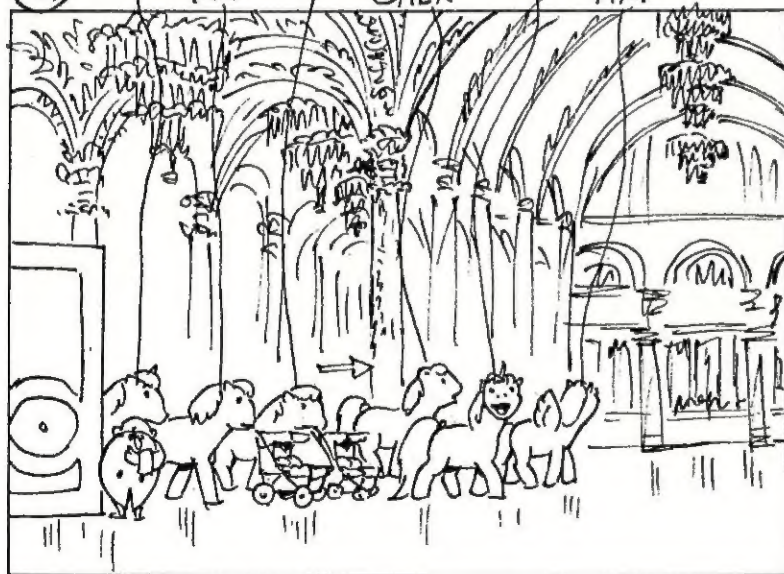
BUTLER : AH, THE LITTLE PONIES. ...

CONT

... ENTRE.

41

BUT POS MAG CHER RIB HRT



INT. GRAND FOYER. THEY GAPE.

RIBBON : HAVE YOU EVER SEEN ANYTHING SO GLAMOROUS ?

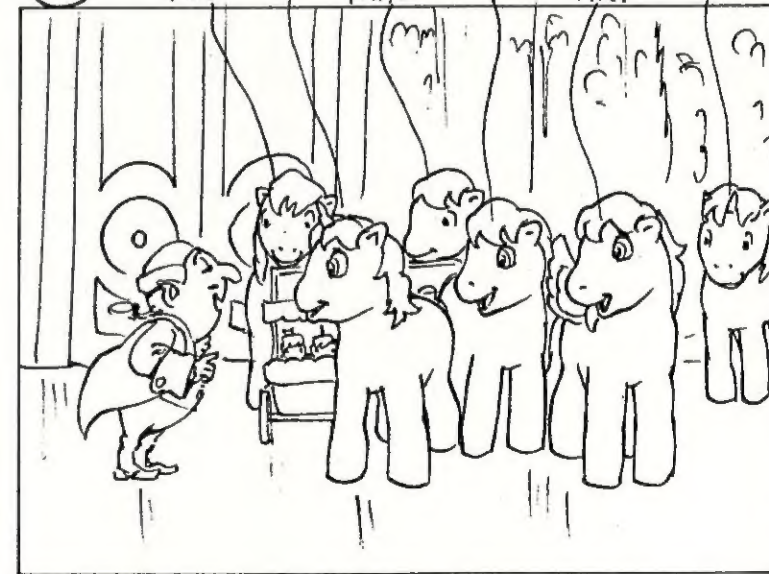
42

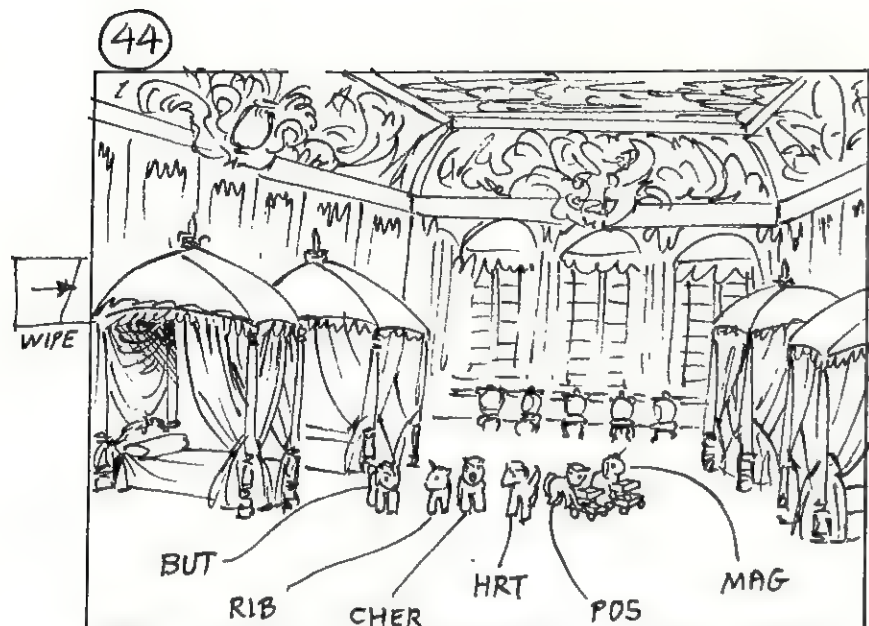
CHER RIB HRT

THEY STOP, STAND, LOOKING AROUND -
HEART THROB : NOT SINCE I LOOKED IN THE MIRROR THIS MORNING, DAHLING.

43

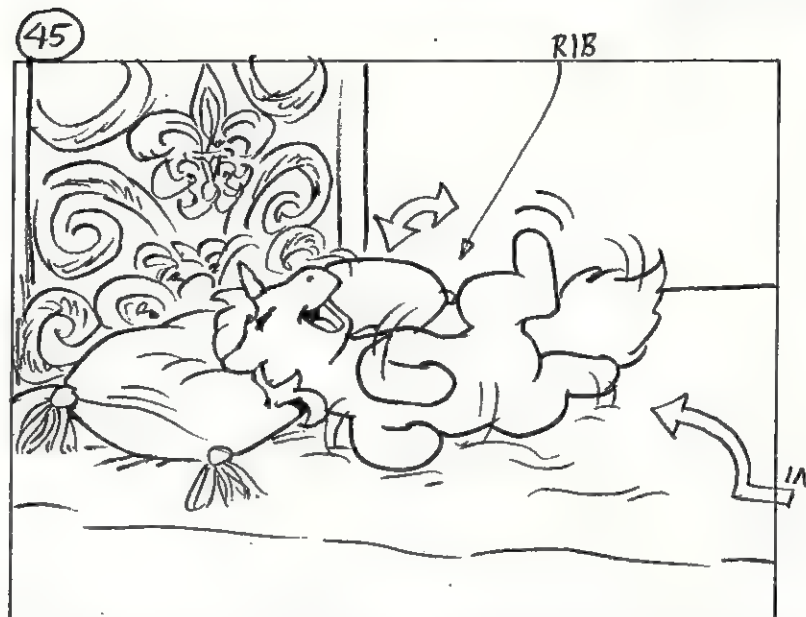
POS RIB MAG CHER HRT BUT

BUTLER : A BEDROOM HAS BEEN PREPARED FOR YOU. DINNER IS AT EIGHT SHARP.

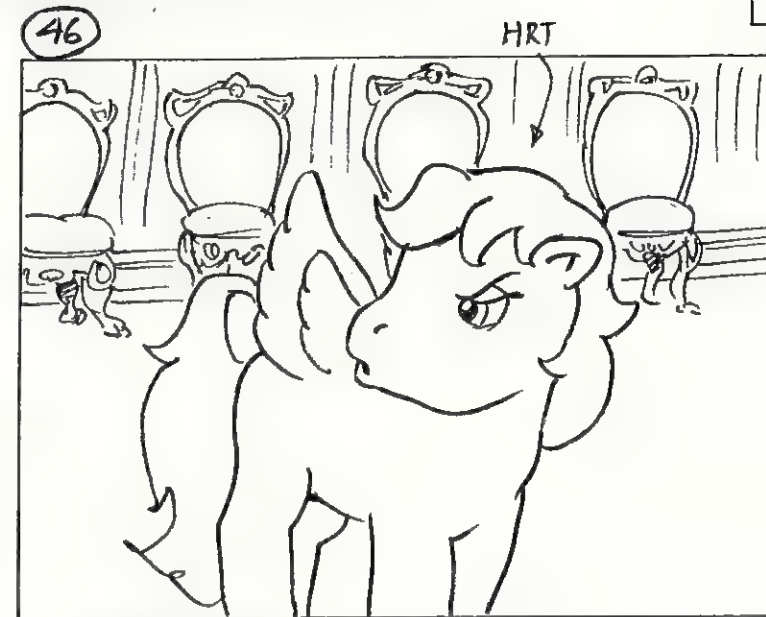


INT. BEDROOM - NIGHT.

CHERRIES JUBILEE: BEDROOM? THIS IS
MORE LIKE A BARN!



SHE COMES IN, JUMPS ON BED, ROLLS AROUND.
RIBBON: PRETTY SUMPTUOUS FOR A BARN,
IF YOU ASK ME!



HEART THROB: POO! ...

CONT



...TOO SHOWY FOR MY TASTE!



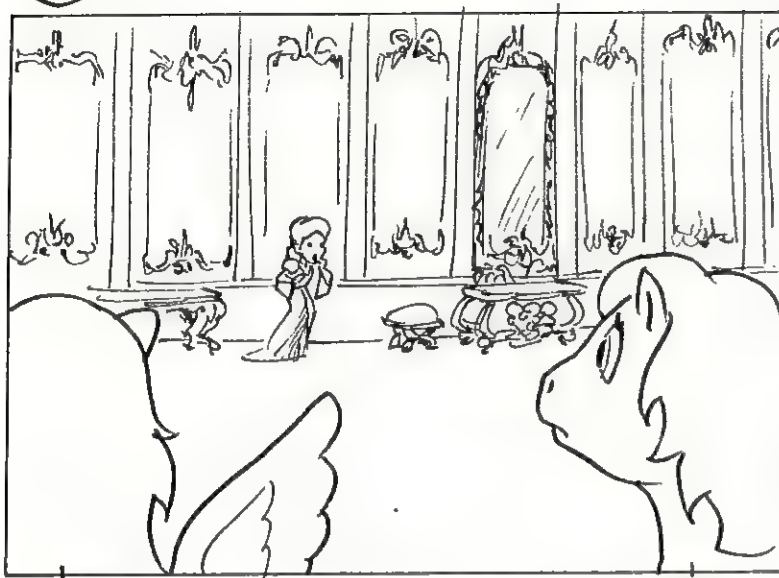
SHE'S ENJOYING THE BED...

CONT



...THEN SEES SOMETHING STARTLING OS
RIBBON: (GASP)

48



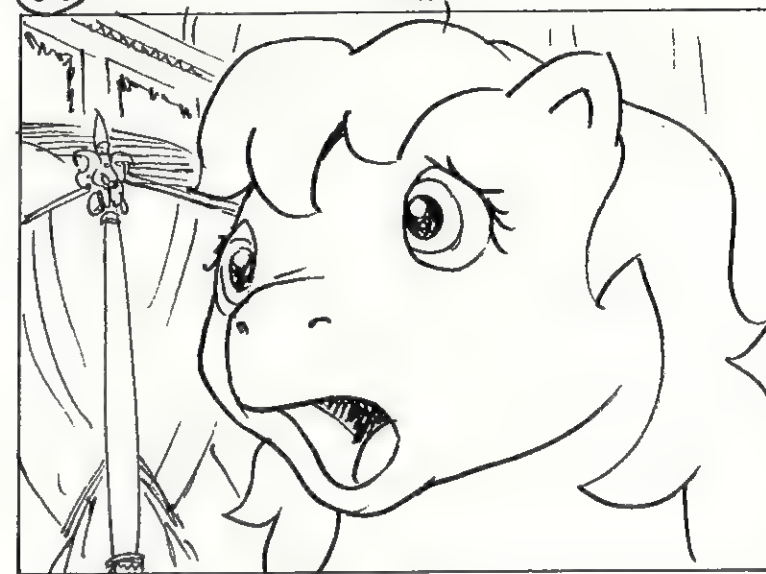
HRT
FAR WALL OF BEDROOM - NO DOORS OR WINDOWS.
SUZETTE: HAVE YOU SEEN MY BROTHER? ...

49



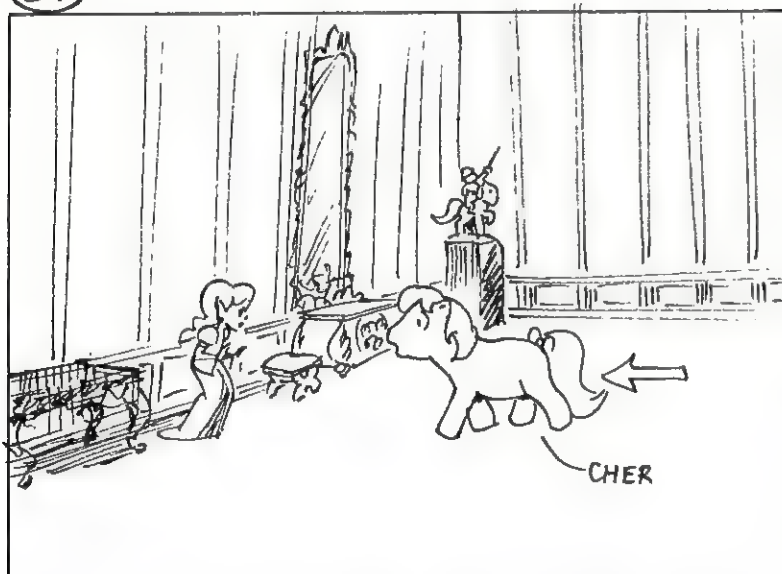
... CAN YOU HELP ME RESCUE HIM?

50



CHERRIES JUBILEE: UH, WE JUST GOT HERE --

51



SUZETTE: THEY TOOK HIM... TWO YEARS
AGO...

52



CHERRIES JUBILEE: UH, WE COULD TRY
TO HELP --

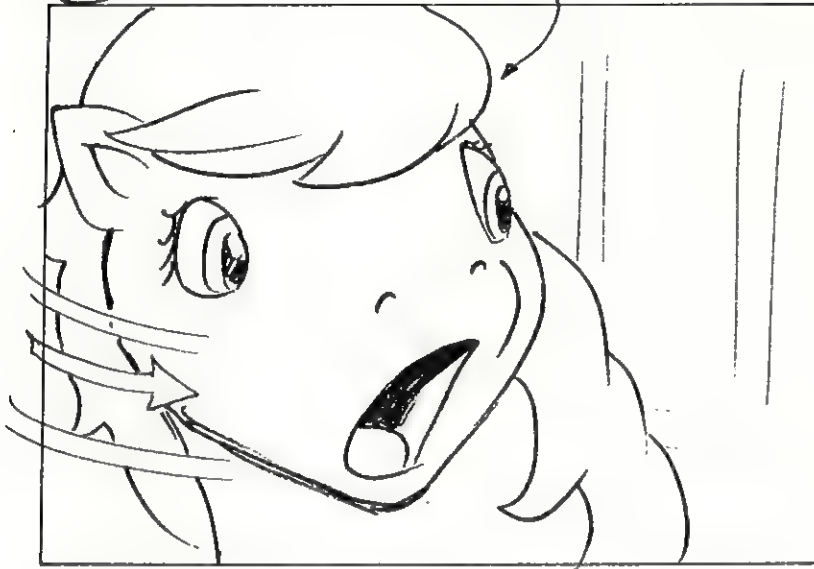
53



SHORT SC
SFX (05): KNOCK AT DOOR ~

54

CHER



SHORT SC

SFX (OS, CONT): ~~~~~

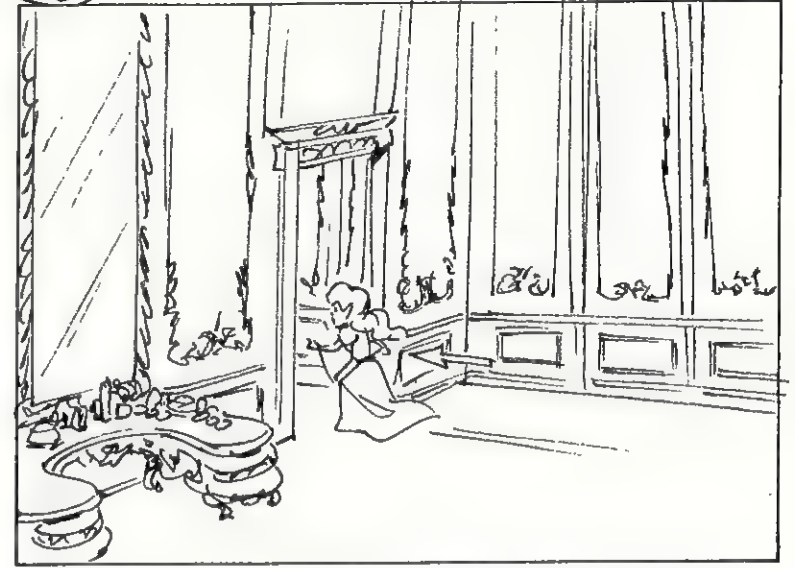
55



INT. BEDROOM - DOOR TO HALL.

SFX (OS) (CONT): ~~~~~

56

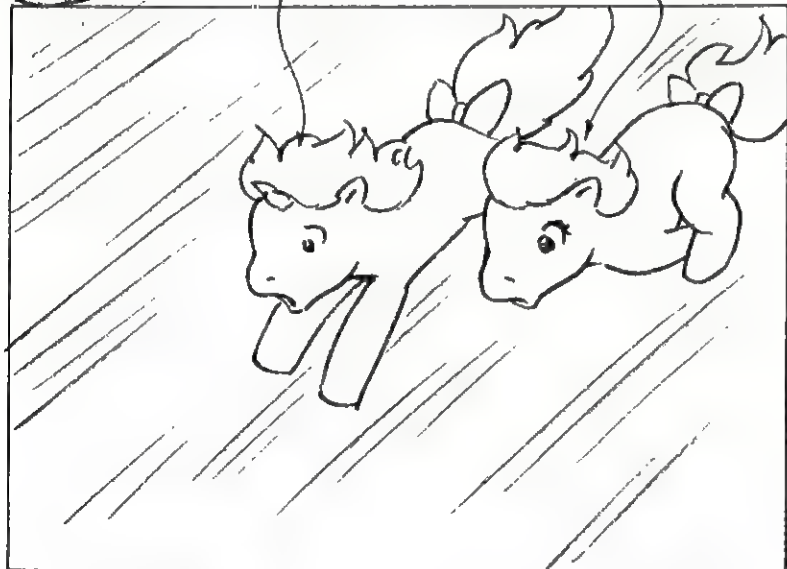


SUZETTE RUNS INTO NEXT ROOM OF THE SUITE.

57

RIB

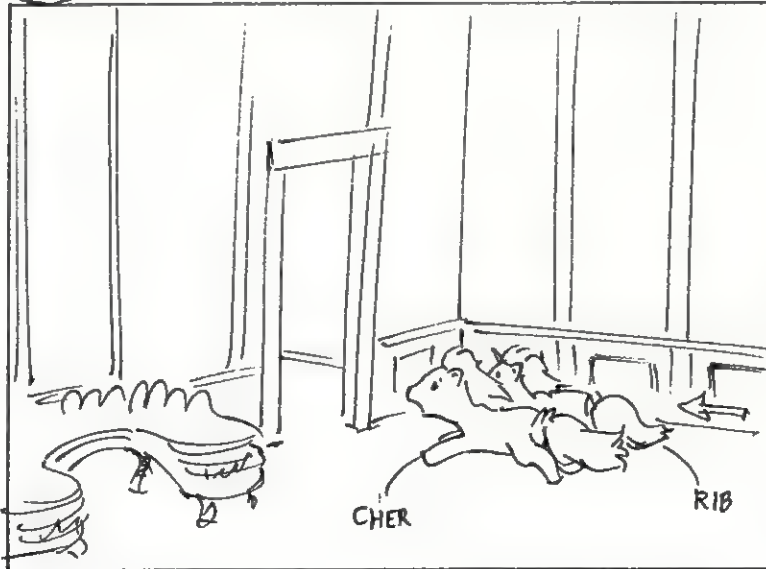
CHER



FOLLOW PAN

THEY RUN...

58

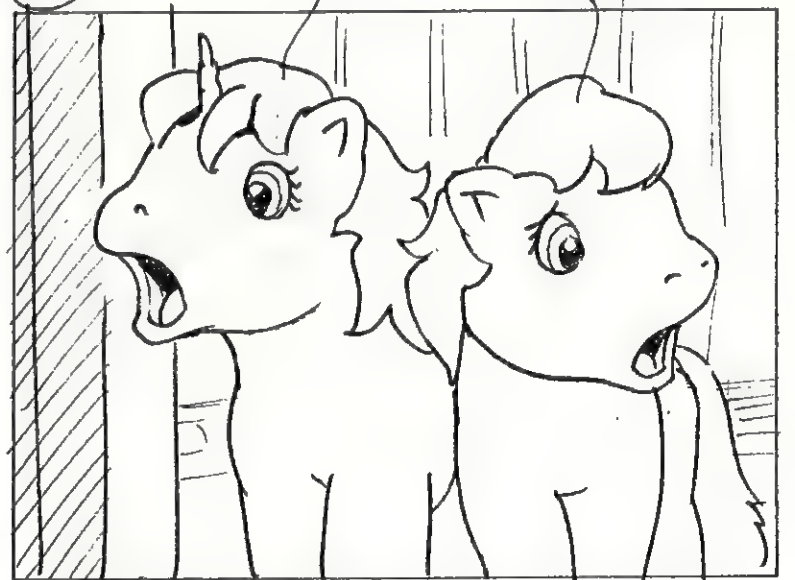


...TO DOORWAY...

59

RIB

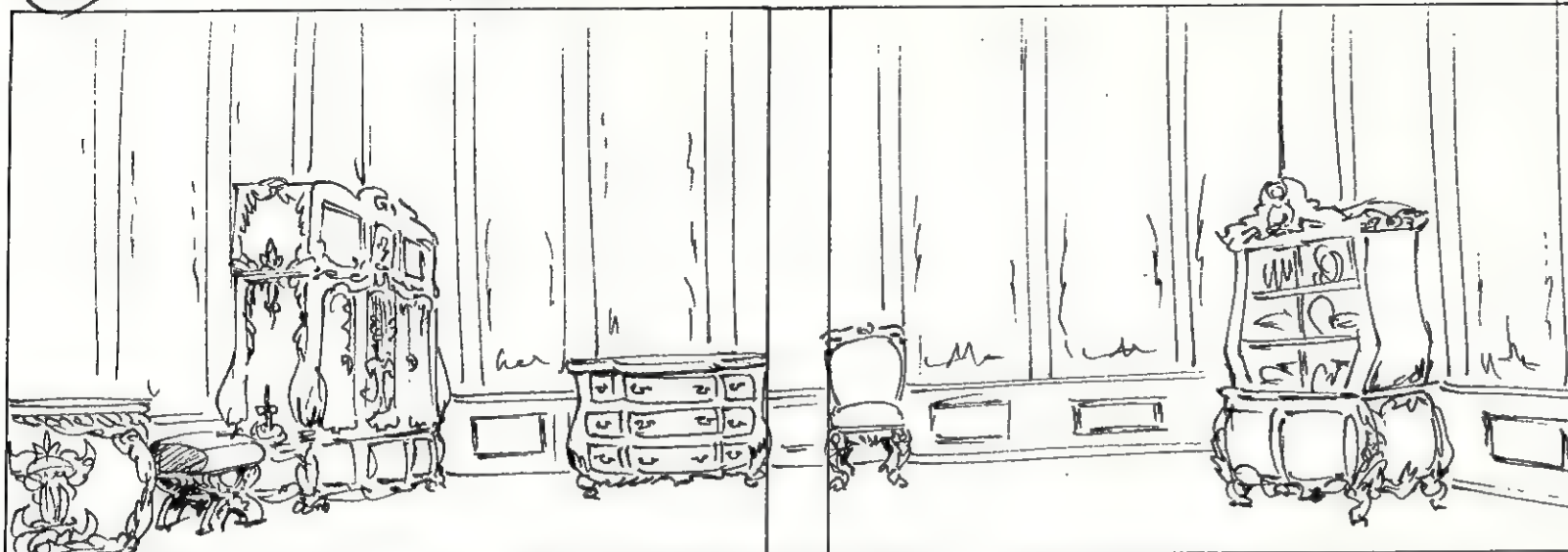
CHER



...LOOK IN DOORWAY, STOP, & LOOK AROUND, AMAZED...

60

CAM PAN →

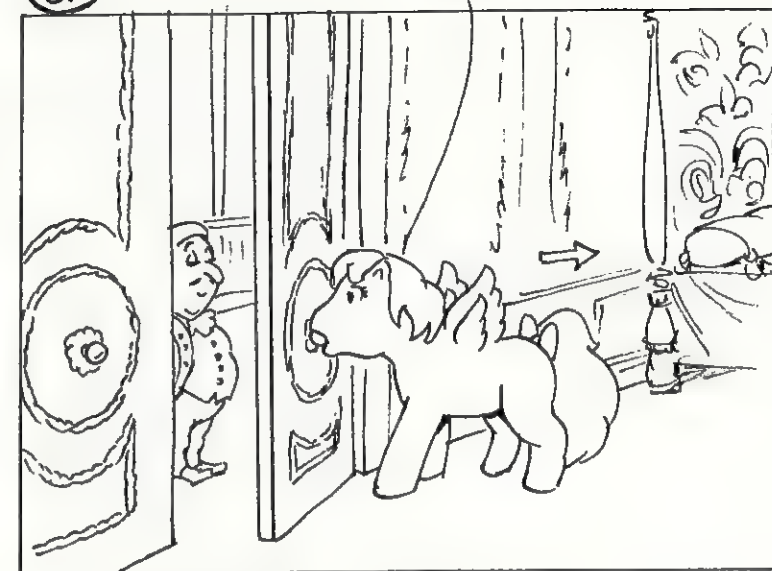


P.O.V. - INT. ADJOINING ROOM - NO WINDOWS - NO DOORS - NO SUZETTE.

RIBBON (OS): WHERE'D SHE GO!?CHERRIES JUBILEE (OS): THERE'S SOMETHING FISHY GOING ON HERE...!

61

HRT



SHE OPENS DOOR...

62

BUTLER: DINNER IS SERVED.

63

#1

#2

INT. MAIN SALON - NIGHT - NOBLEMEN CRINGING.
DUCHESS LUCIEN (OS): MY POODIE WANTS FILET MIGNON!!!

64

#2

NOBLEMAN 1: BUT OF COURSE, DUCHESS LUCIEN!
NOBLEMAN 2: IT WILL BE DONE TOUT SUITE!



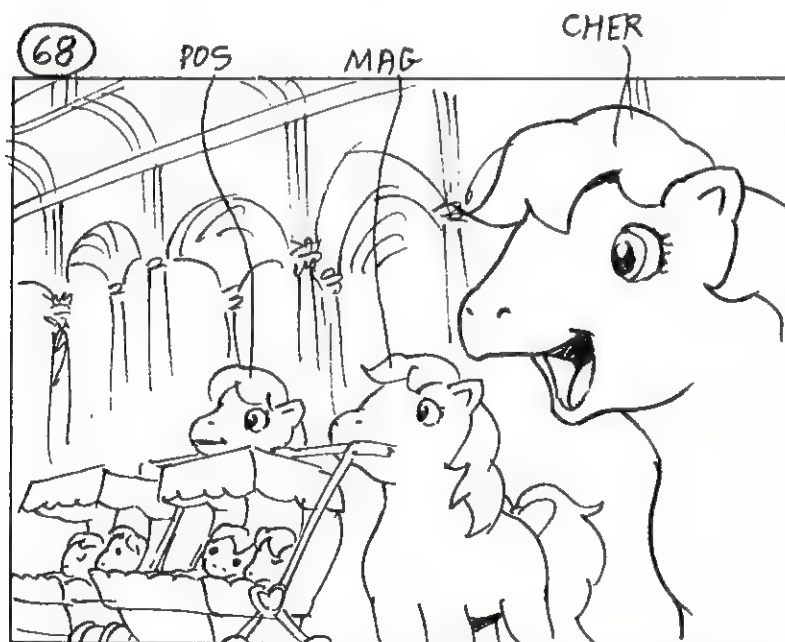
DUCHESS: NEVERMIND THAT -- JUST BE QUICK!!



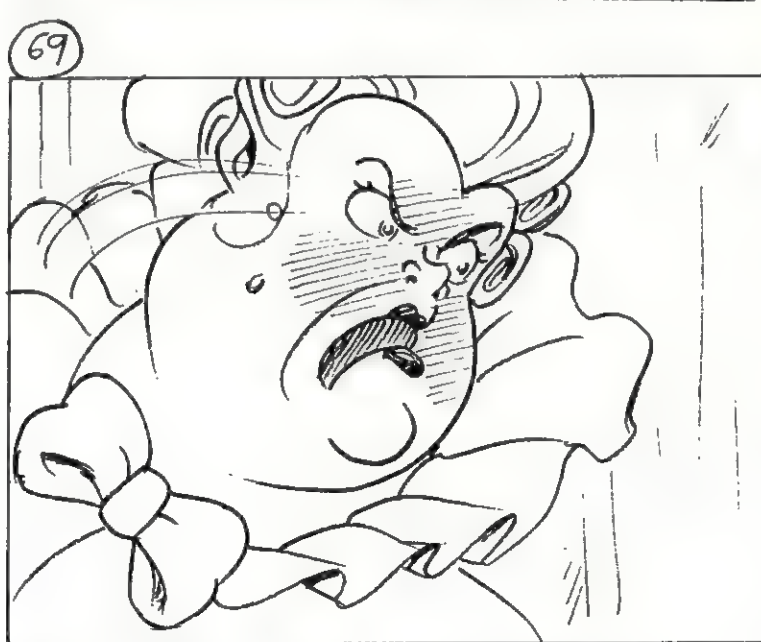
SHE PETS PODCHIE.
MARGETTE: AH, MAMA! I WEEESH I COULD 'AVE ZEE NICE PET LIKE WHAT YOU GOT!



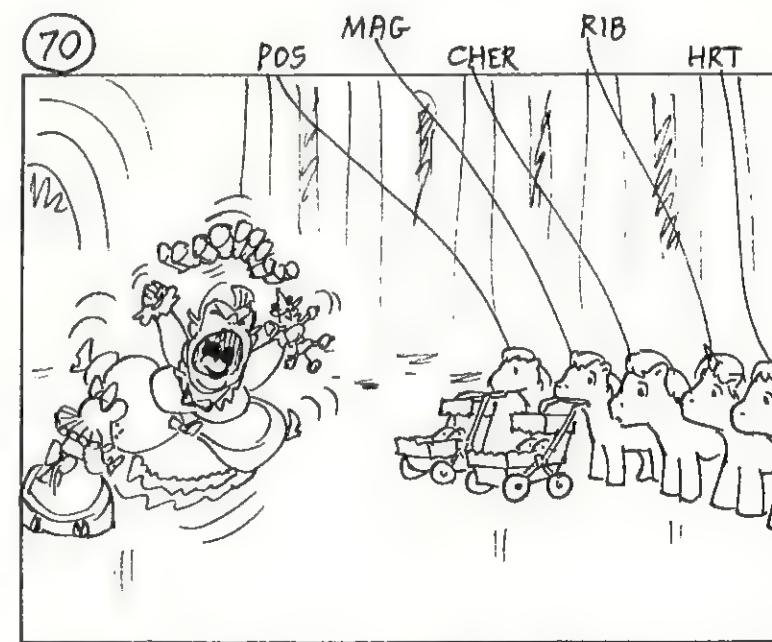
DUCHESS: AH, MY PUHTEET FILLIE -- YOU WILL, VERY SOON!



CHERRIES JUBILEE: AH, GOOD EVENING, DUCHESS.



SHE TURNS, LOOKS OS, REGISTERS SHOCK & FURY--



DUCHESS: WHO LET THOSE HORSES IN HERE!?! SHE FLIPS HER WIG.

71



MARGETTE JABS DUCHESS WITH ELBOW.
MARGETTE: BUT, MAMA! ZOZE ARE ZEE
LEETLE PONEEZ!

72



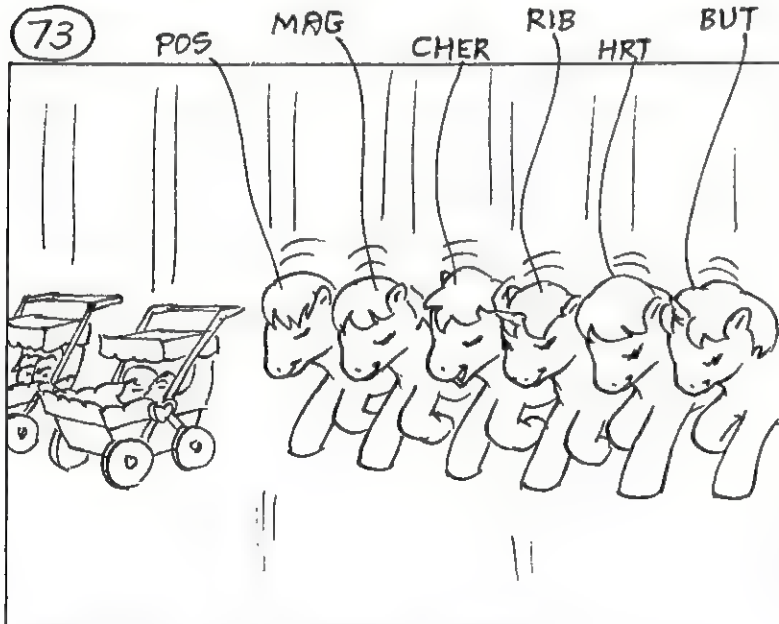
DUCHESS: OH YEAH, RIGHT. ...

CONT



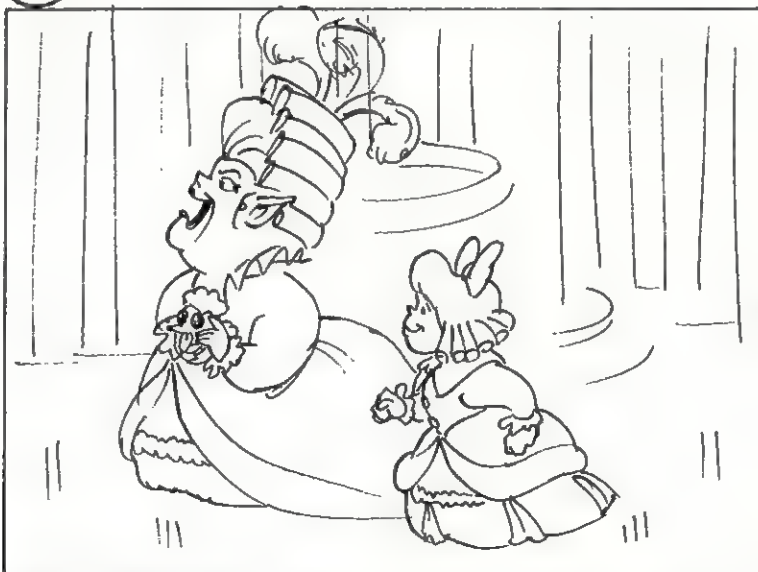
SHE ACTS CUTE, PUTS ON FORCED SMILE
... BAWN- JOWR, PONIES.

73



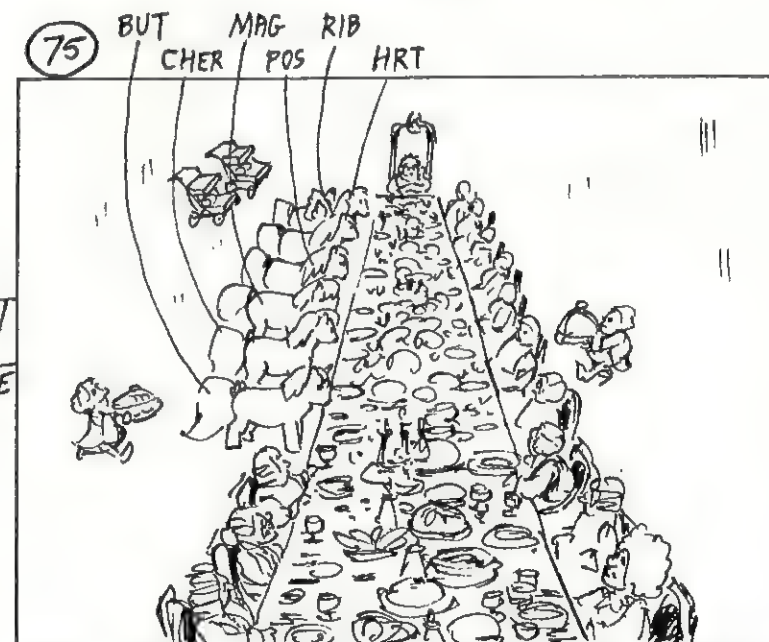
THEY DO PONYESQUE CURTSY.
CHERRIES JUBILEE: WE'RE HONORED,
YOUR HIGHN--

74



SHE ABRUPTLY WHIRLS AWAY, MARGETTE FOLLOWS.
DUCHESS: GOOD. LET'S GET SOME GRUB!
I'M STARVING!!

75



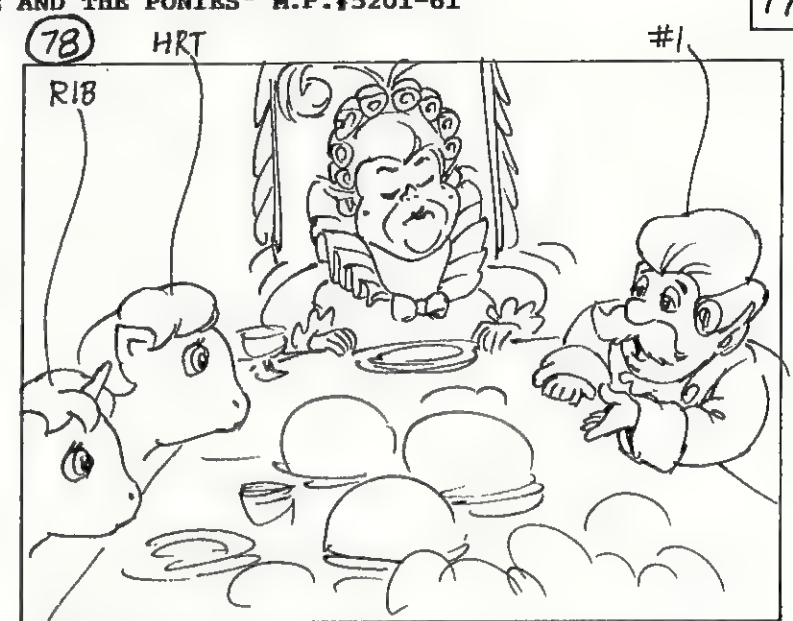
INT. DINING ROOM - OUTRAGEOUSLY LAVISH.



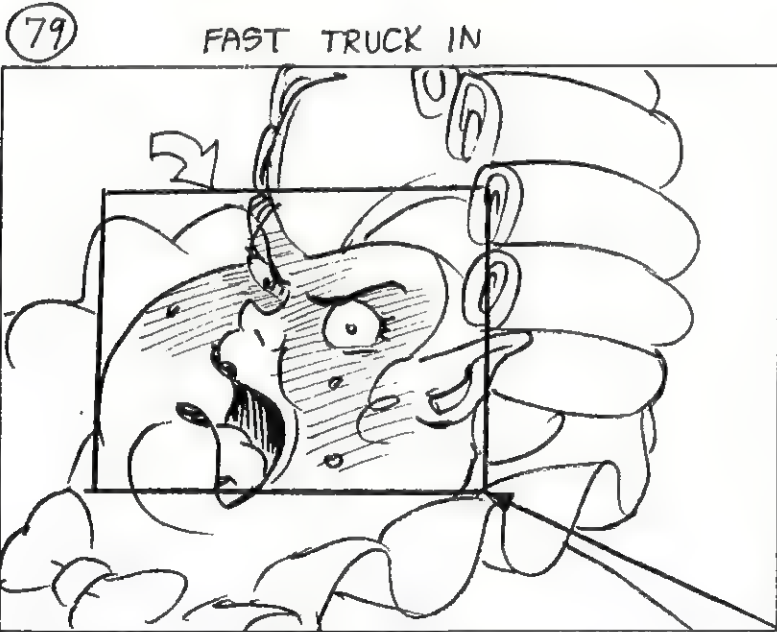
DUCHESS : I NEED MORE CUSHIONS!!
SFX : BA-BAM!



POLITELY GRINNING NOBLEMAN PROVIDES
 CUSHIONS FOR M'LADY.



DUCHESS SETTLES HERSELF ON CUSHIONS-
NOBLEMAN 1 : YOU SEE, EVER SINCE THE
DUCHESS TOOK THE THRONE --



DUCHESS : WATCH IT, BUSTER!!



NERVOUSLY SHAKING HEAD, WRINGING HANDS-
NOBLEMAN 1 : OH DEAR OH DEAR, EXCUSEZ-MOI!...

CONT



...I MEAN, SINCE THE DUCHESS
ASCENDED TO THE THRONE --

(81)



DUCHESS: NEVER MIND!

CONT R/B HRT TRUCK OUT



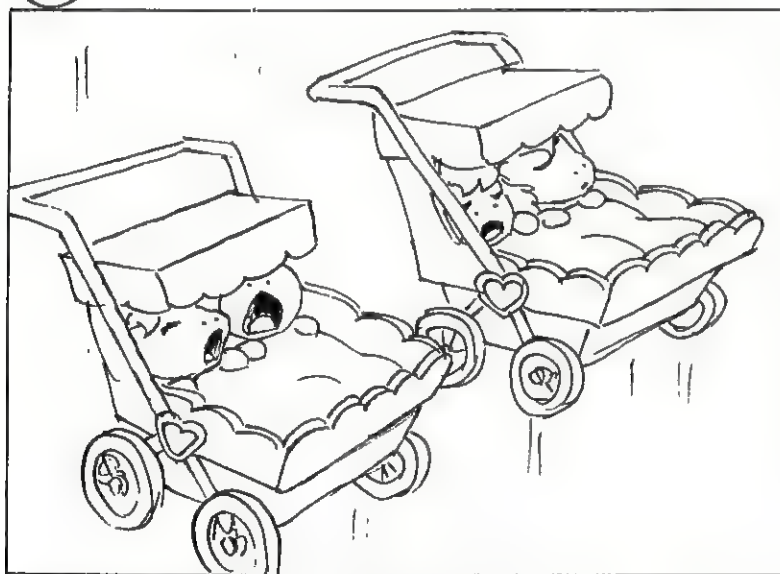
(TO THE PONIES, INSINCERELY) I'M JUST
HAPPY THAT THE TOOT SWEET LITTLE PONIES
ARE HERE -- ...

(82)



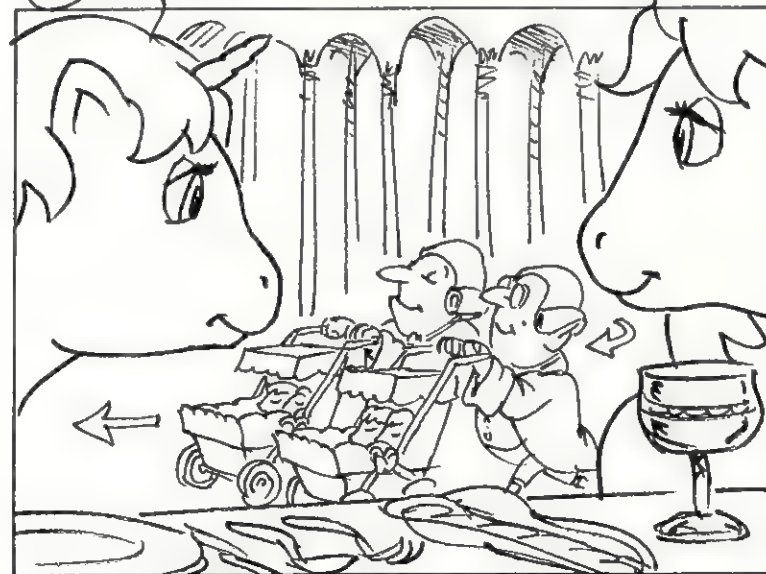
MARGETTE PEEKS OUT, GRINNING WOLFISHLY.
...WITH THEIR DEAR NEWBORN TWINS!

(83)



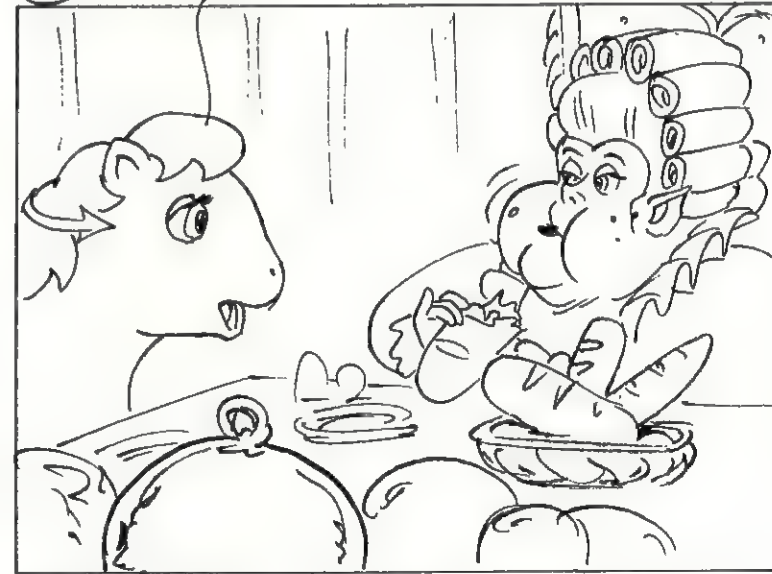
NEWBORN TWINS: (YAWNING)
DUCHESS (PS): OH, BUT THEY'RE TIRED! TAKE
THEM TO THE PONIES' ROOMS!

(84)



TWO POWDER-WIGGED VALETS WHEEL THE
BUGGIES OS.

(85)



HEART THROB: BY THE WAY, THERE WAS A
STRANGE GIRL IN OUR ROOMS EARLIER...

(86)



DUCHESS DOES A TAKE ...

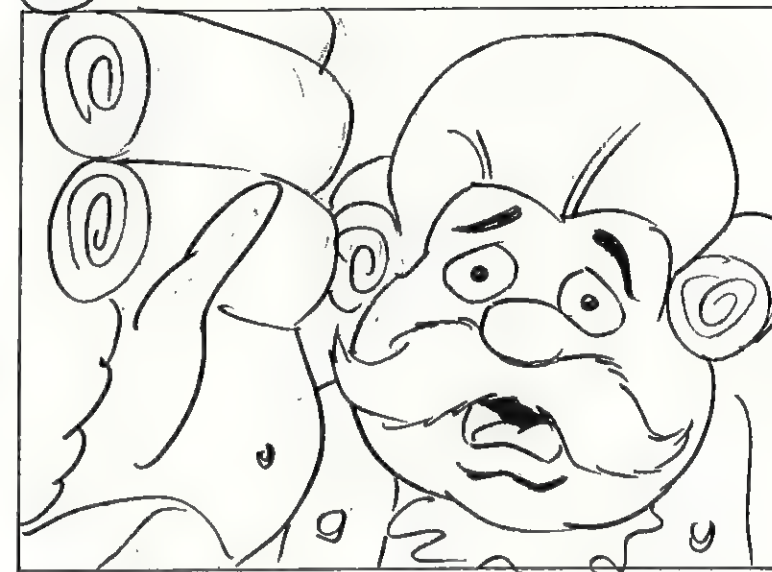
CONT

→ SHORT-CAM PAN-



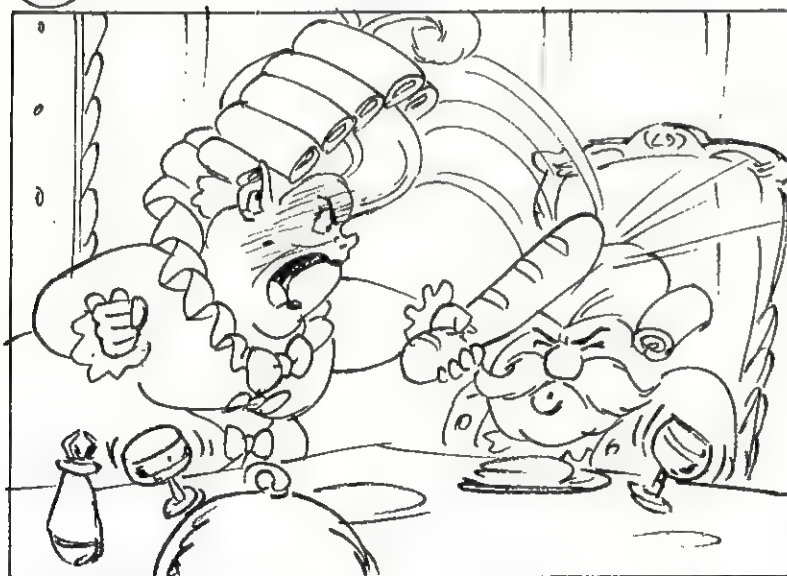
DUCHESS: I THOUGHT YOU LOCKED
SUZETTE IN HER ROOM!!

(87)



NOBLEMAN 1: SHE MUST HAVE ESCAPED
THROUGH ANOTHER SECRET PASSAGE!

(88)



DUCHESS: IDIOT!
SFX: BONK!

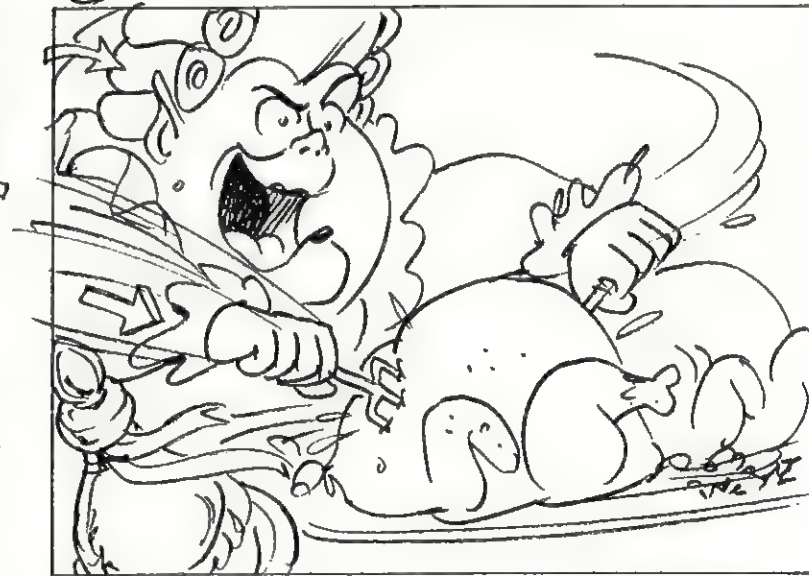
(89)

HRT

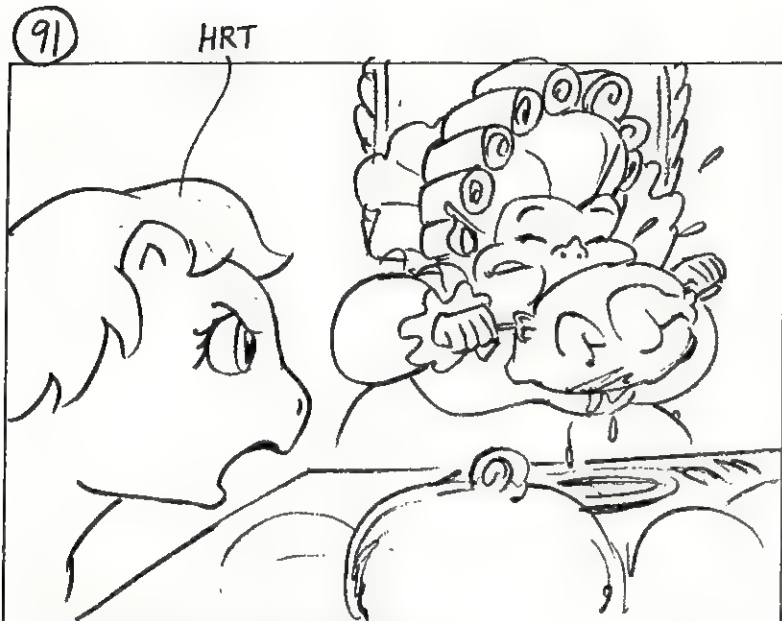


SHE LEAPS IN, DAINITLY PICKS UP FORK &
KNIFE. DUCHESS: YOU MUST HAVE BEEN
SEEING THINGS. SHALL WE DINE?

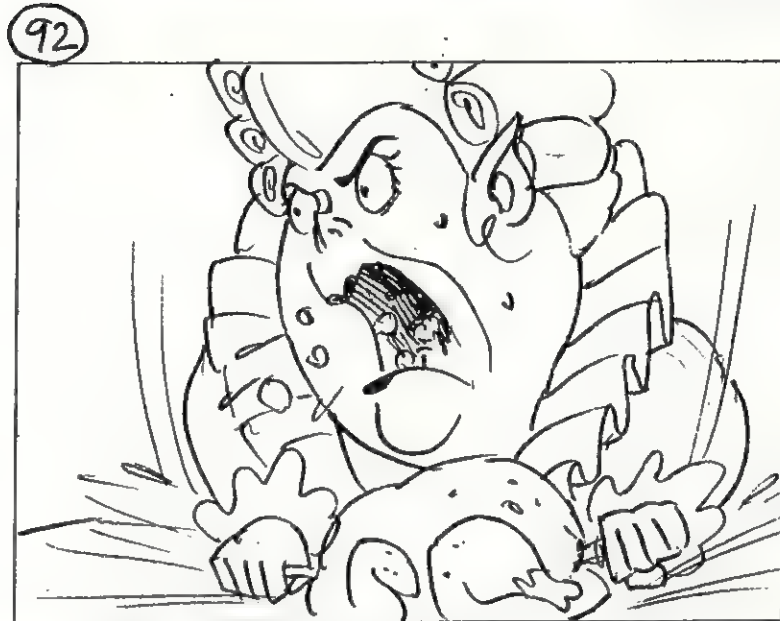
(90)



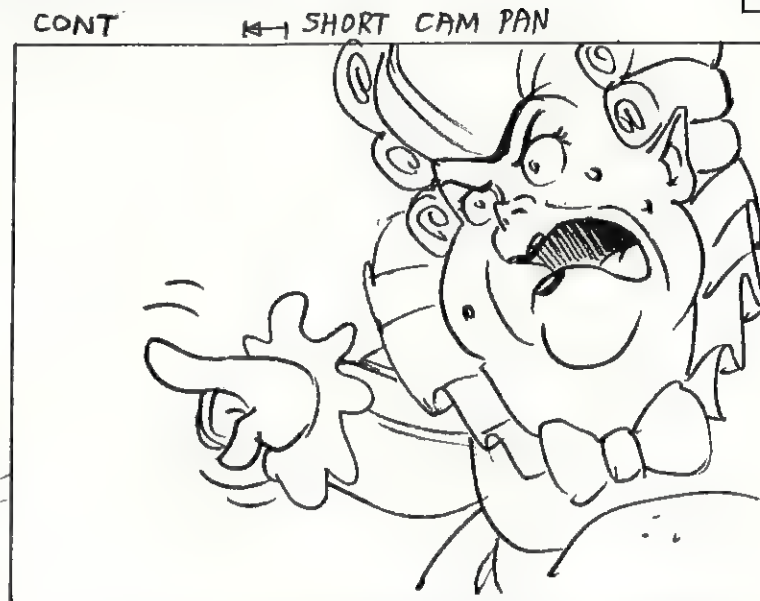
SHE STABS WHOLE ROAST CAPON
SFX: SHUNK-PLURK.



SHE GNAWS RAVENOUSLY-
HEART THROB: I WAS NOT SEEING THINGS!



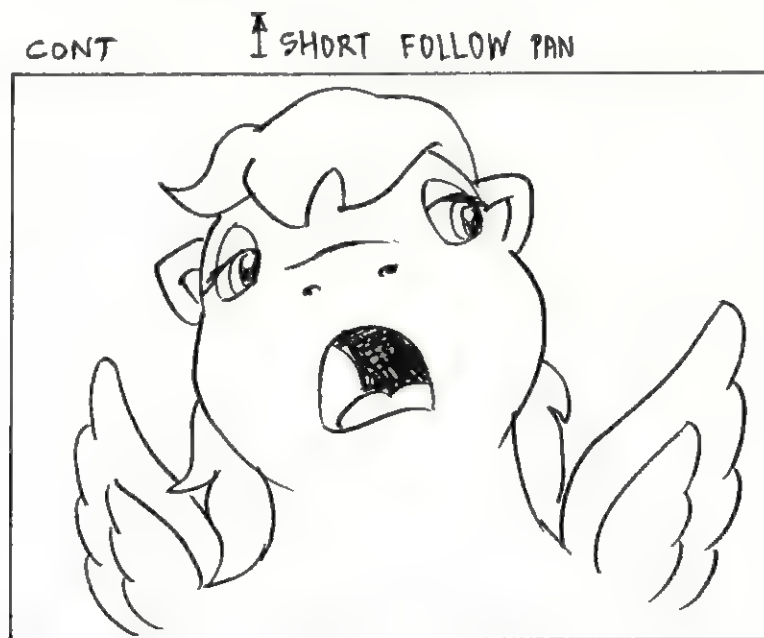
SFX: WHUNK-CLATTER... AS SHE
 SLAMS CAPON DOWN
DUCHESS: WATCH YOUR MOUTH, SISTER!...



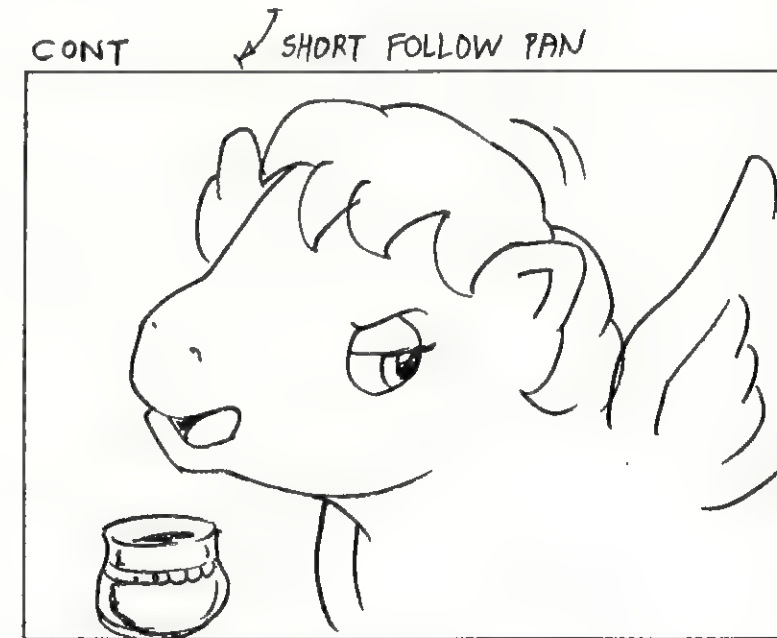
... YOU COULD BE PUT OUT TO PASTURE,
Y' KNOW!!



HEART THROB EYES HER UP AND DOWN
HEART THROB: YOU COULD...

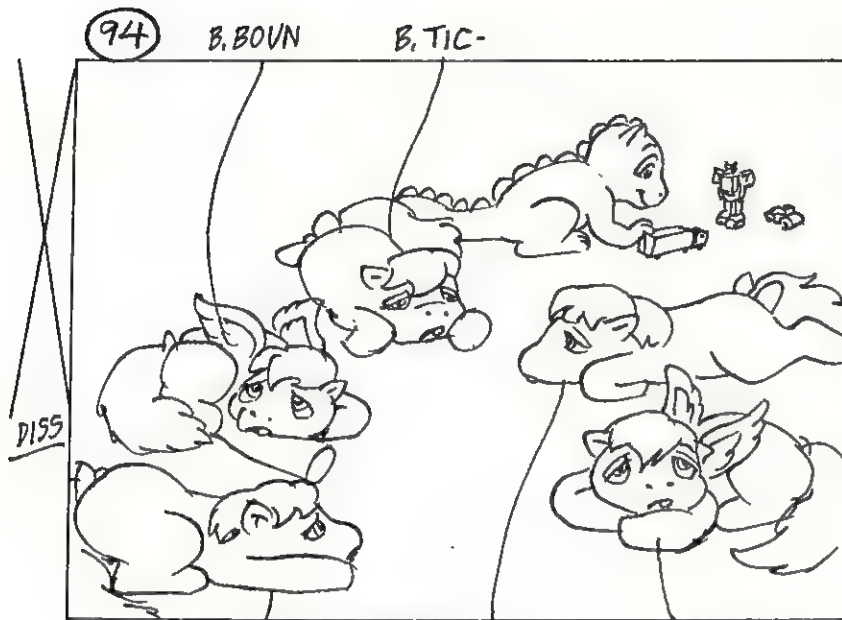


... BE A...

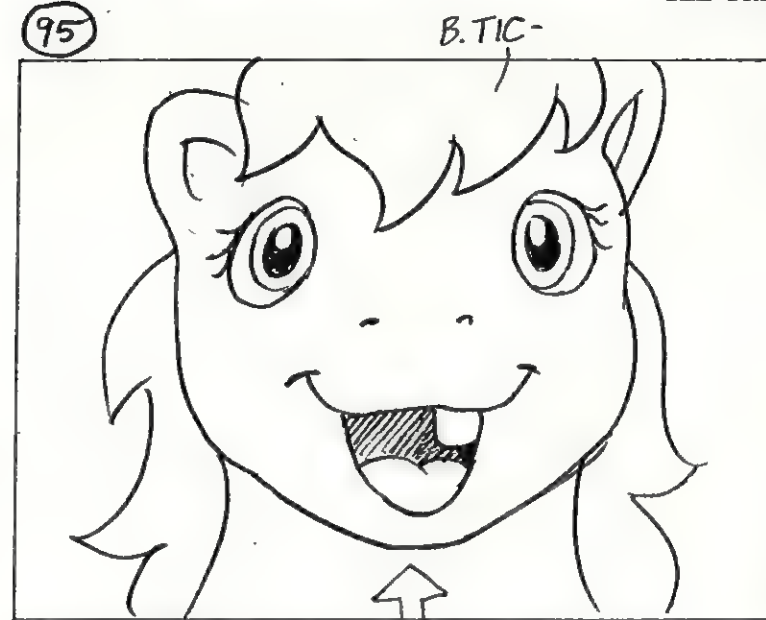


... PASTURE, DAH-LING!

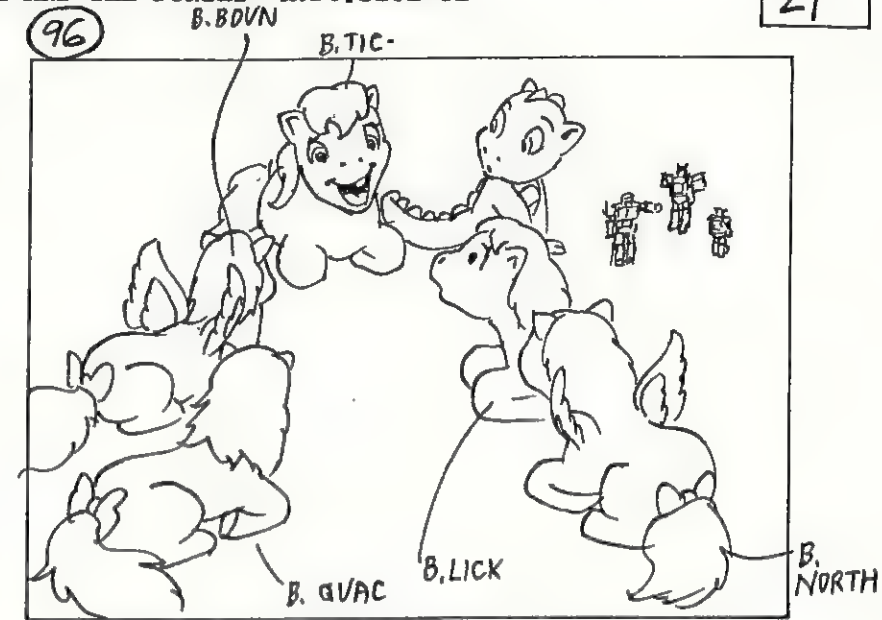
DISS



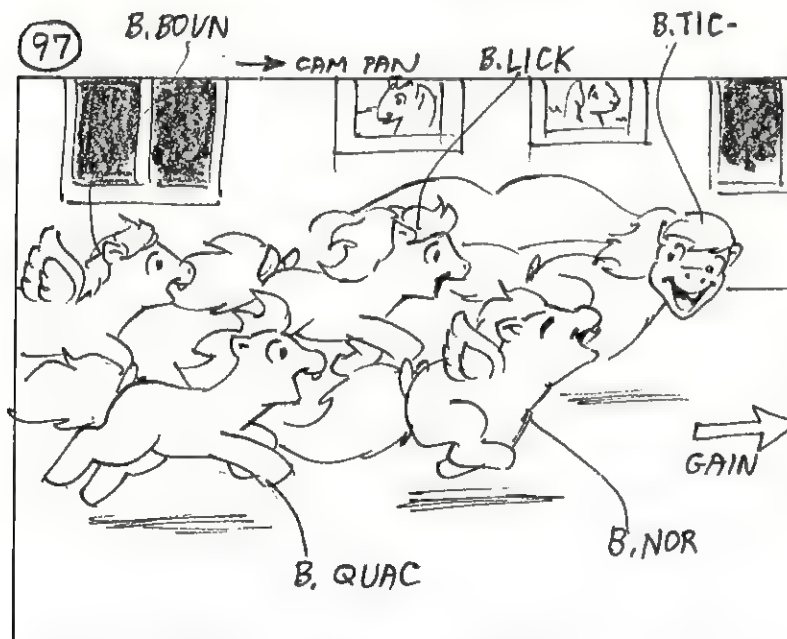
B. QUAC B. LICK B. NORTH
INT. ESTATE - LIVING ROOM - NIGHT. FIRST
TOOTH SLUMPED WITH TERMINAL SULK.



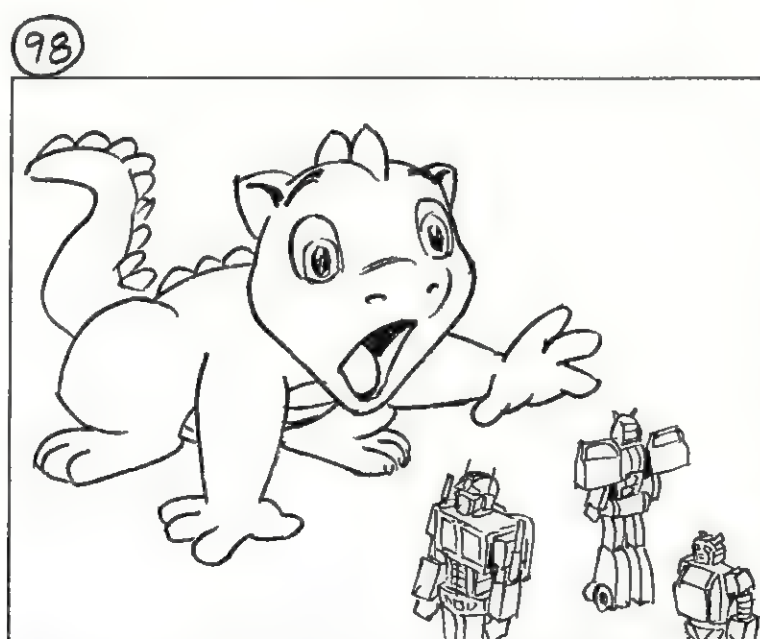
SUDDENLY, SHE SPRINGS UP, GRINNING.
BABY TIC-TAC-TOE: ME GOT GREAT IDEA...!



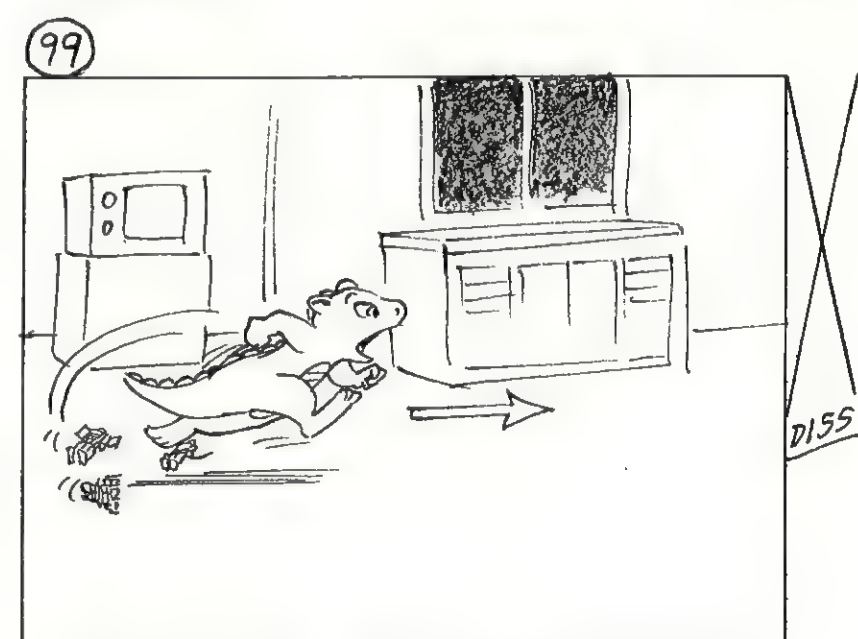
BABY TIC-TAC-TOE (CONT): LET'S GO TO
DUMB OL' PALACE AN' CRASH THEIR DUMB
OL' PARTY!



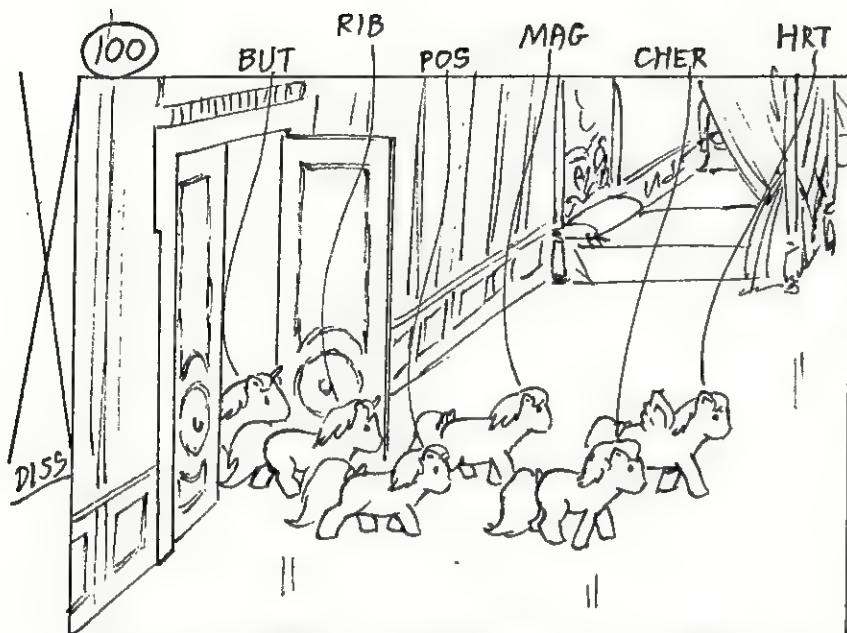
FIRST TOOTH: (AD LIB CHEERS):
YAY! GREAT IDEA! LET'S GO! YOU SAID IT!
C'MON! (ETC.) (E LAUGHS & GIGGLES)



SPIKE: I-I DON'T THINK THAT'S WISE...!



(PULLS HIMSELF UP) ... BUT IF YOU'RE
GONNA GO, I'M GOIN' WITH YOU!



INT. PONIES' PALACE BEDROOM - NIGHT. THEY ENTER - CHERRIES JUBILEE: I LEARNED ONE THING TONIGHT -- BEING UPPER-CLASS DOESN'T MAKE YOU CLASSY!

102

HRT



SHORT SC

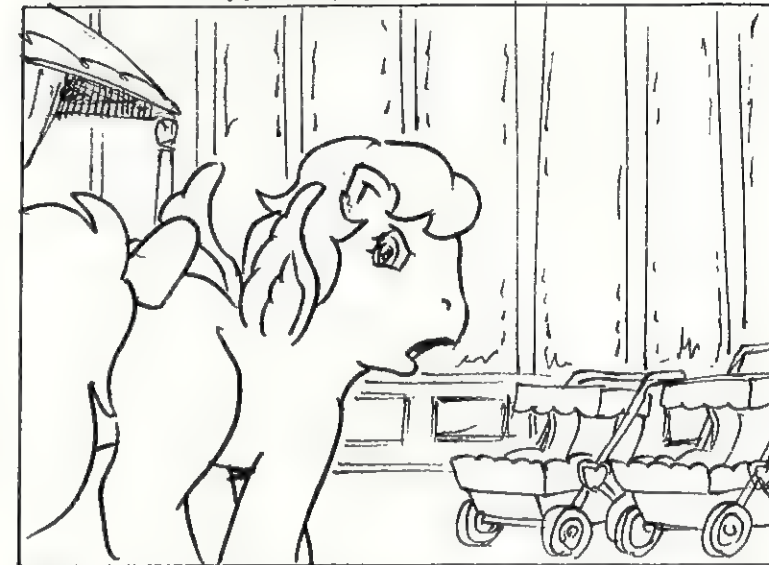
101 FOLLOW PAN

HRT



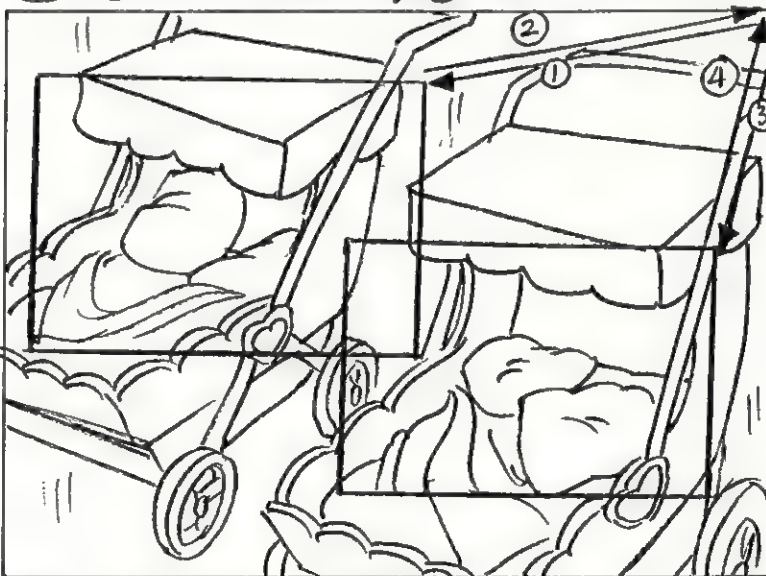
HEART THROB: I CAN'T WAIT TO GET OUT OF THIS DREADFUL PLACE!...

CONT FOLLOW PAN



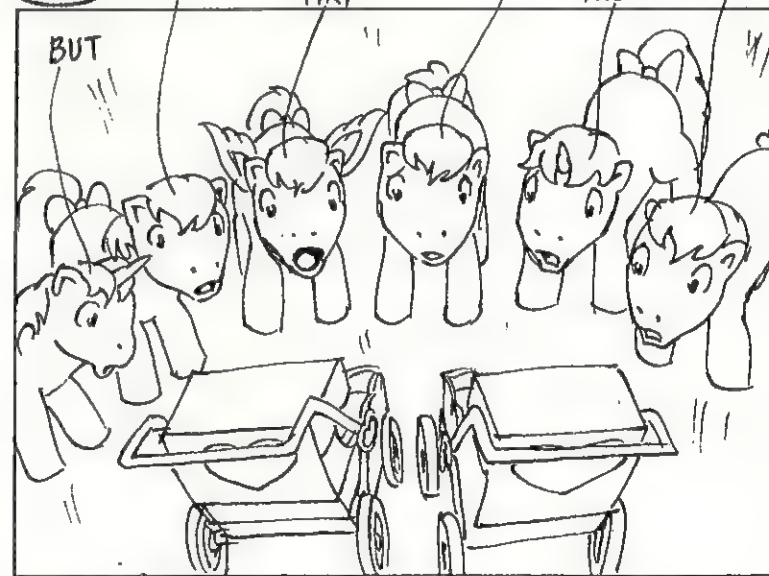
...I SAY WE JUST TAKE THE NEWBORN TWINS AND --

103 ① FAST TRUCK IN HOLD ② FAST TRUCK OUT
③ FAST TRUCK IN HOLD ④ FAST TRUCK OUT



P.O.V. - THE EMPTY BUGGIES.
HEART THROB (OS): THE TWINS!! THEY'RE GONE!!

104 CHER HRT POS RIB MAG



HEART THROB (CONT): THEY'VE BEEN PONYNAPPED!!

(105)

CHER



CHERRIES JUBILEE: C'MON, ...

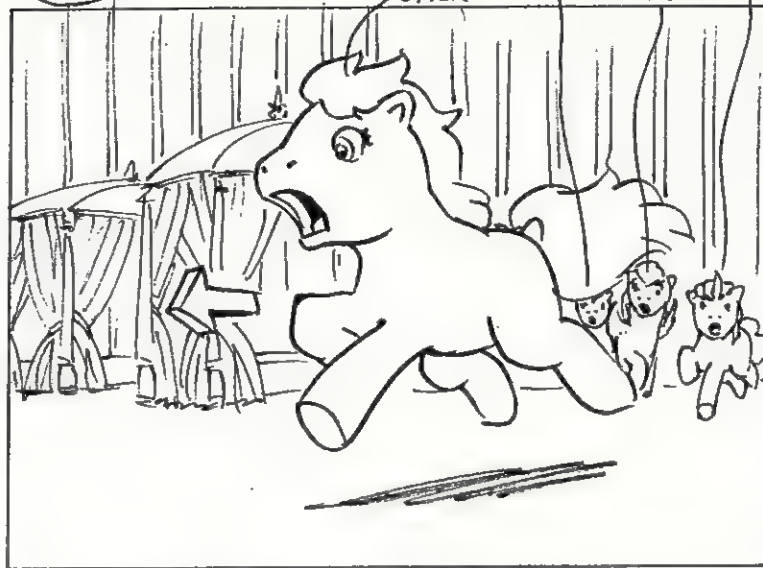
(106)

CHER

POS

HRT

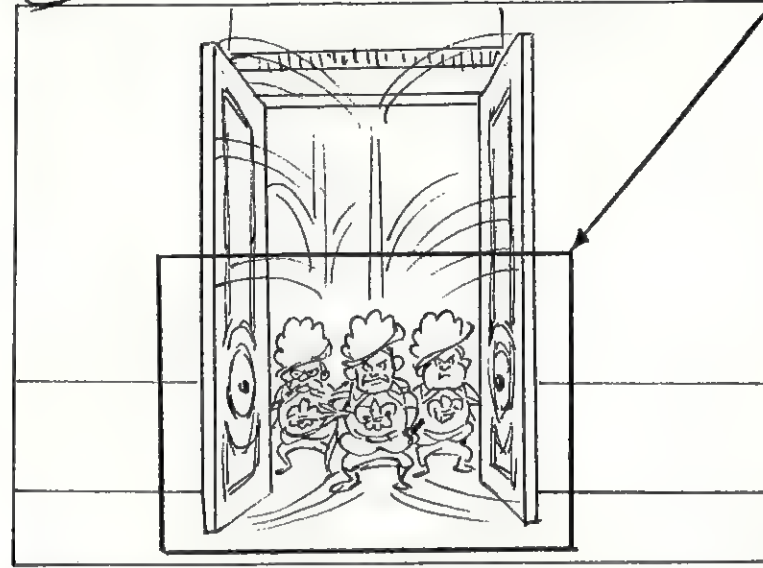
BUT



... THEY COULDN'T HAVE GONE FAR!

(107)

ZIP TRUCK IN



SHORT SC - BEDROOM DOORS FLY OPEN; IT'S THE GUARDS-

(108)

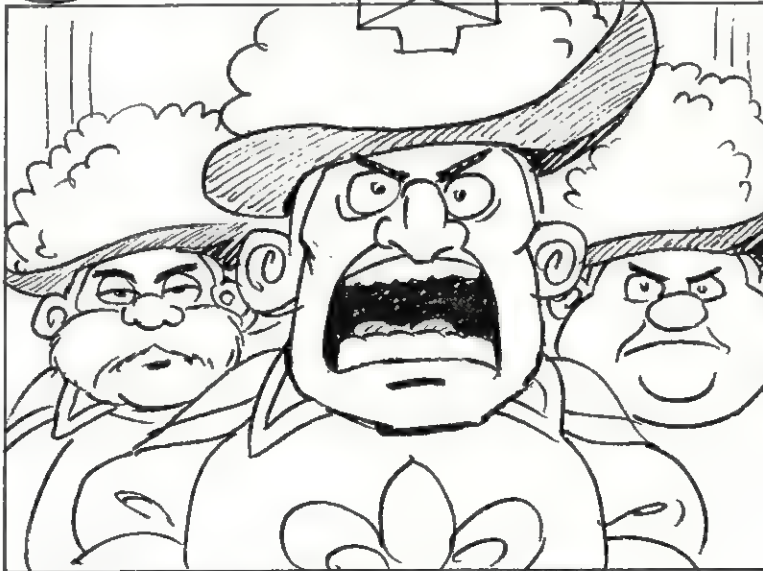
CHER

HZZ-JITTER FOLLOW PAN & STOP



SHE SKIDS TO A STOP

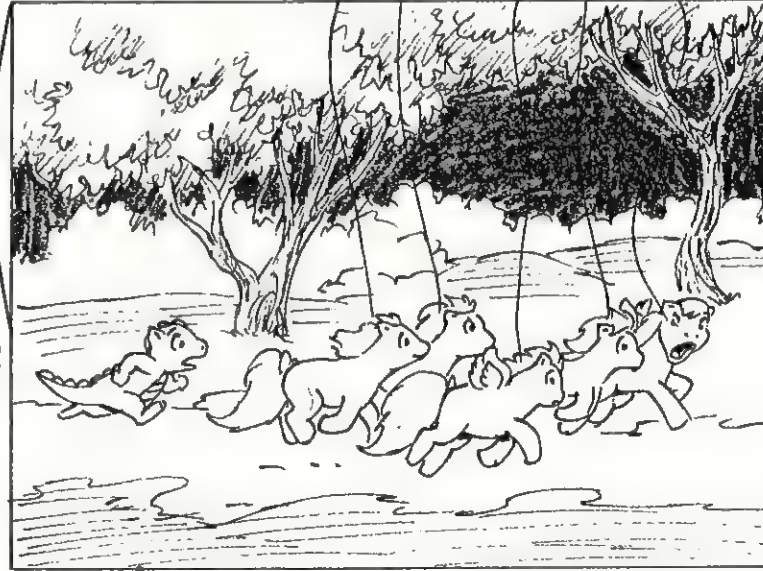
(109)



THEY APPROACH CAM.
GUARD: MADMOISELLES, YOU ARE ALL
UNDER ARREST!

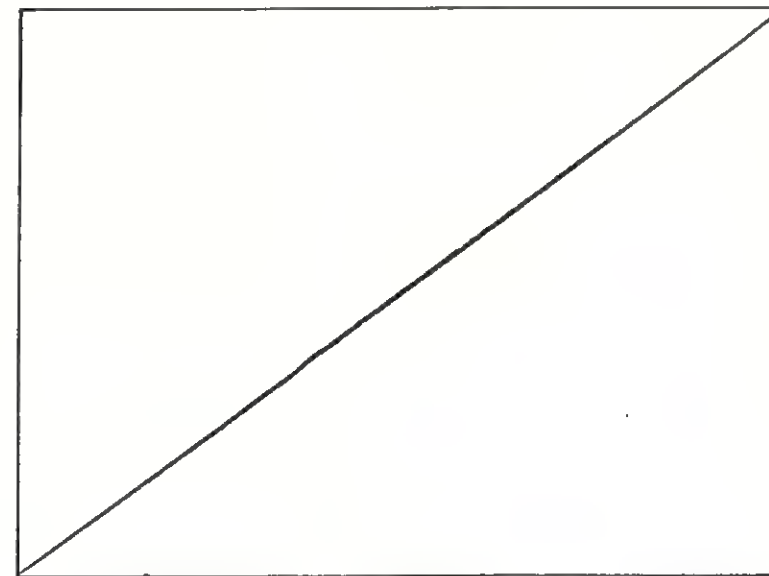
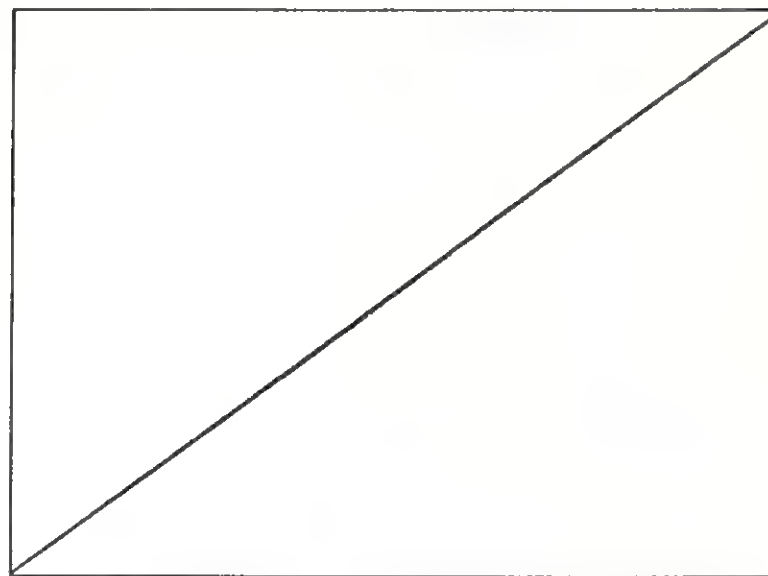
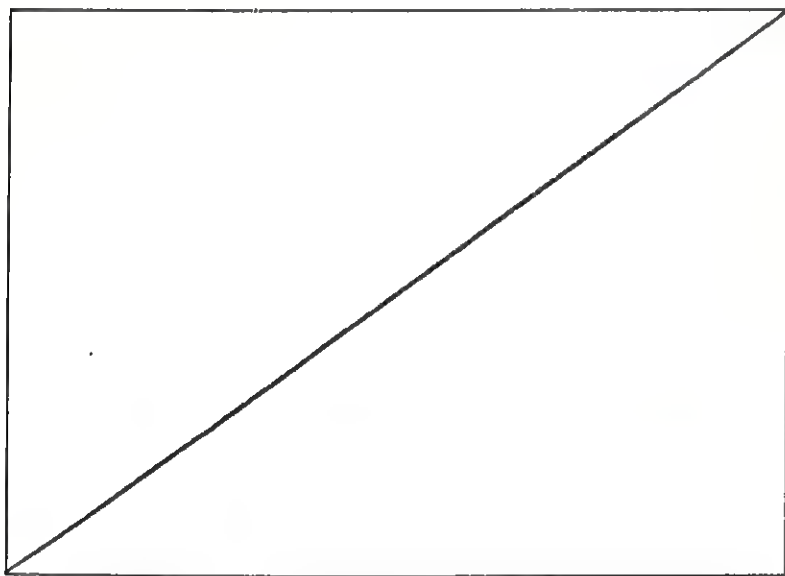
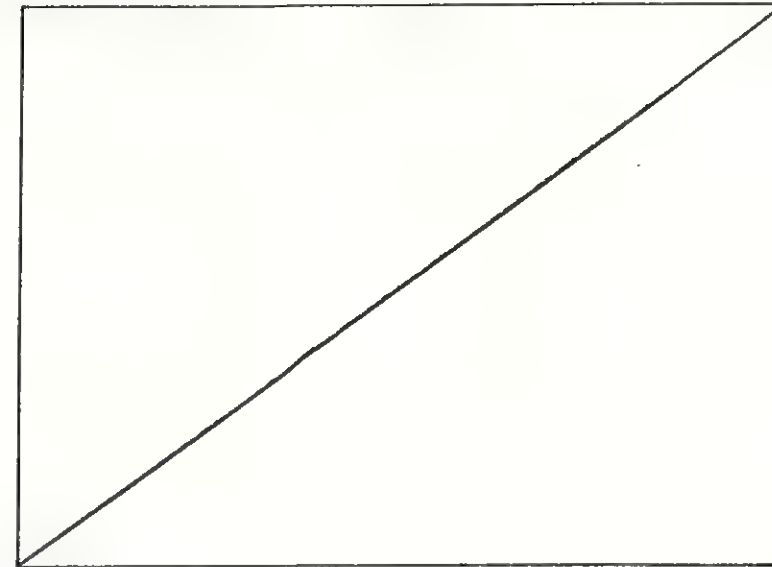
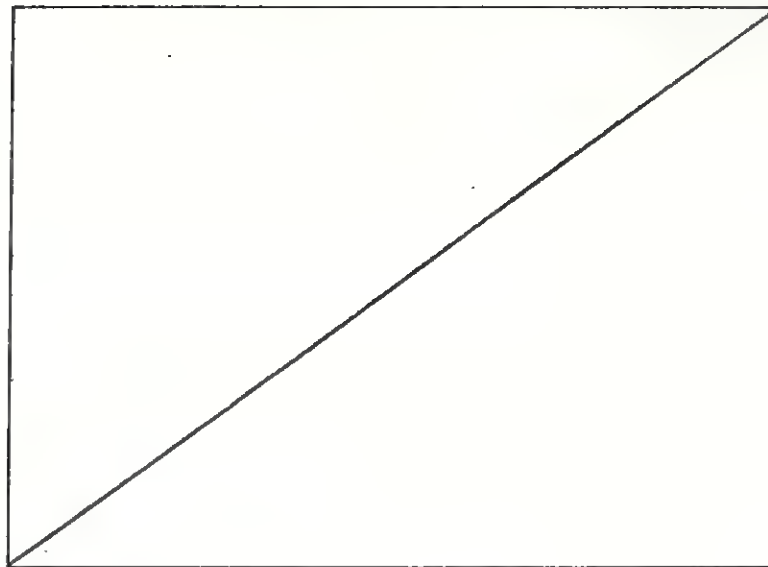
(110)

→ FOLLOW PAN
B.LICK B.QVAC
B.TIC- B.NORTH B.BOUN

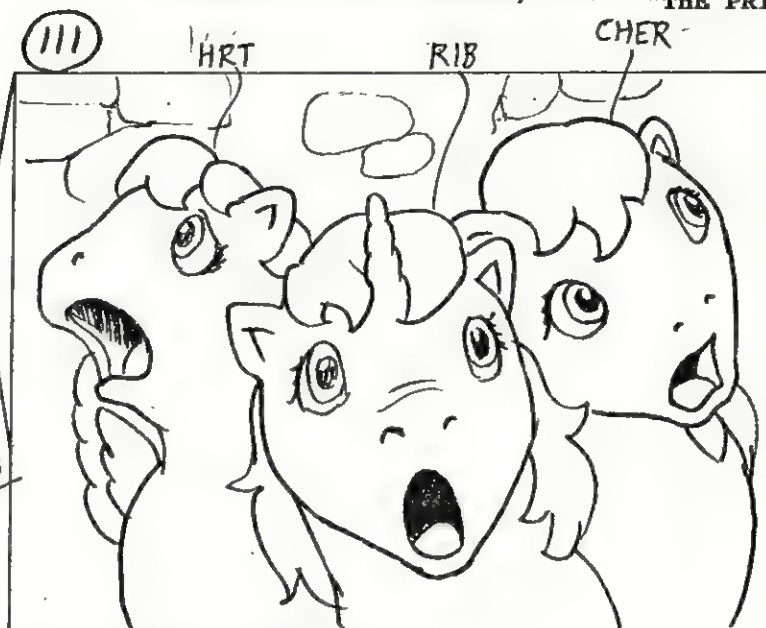


EXT. COUNTRY ROAD - NIGHT. SPIKE TRIES TO
KEEP UP WITH FIRST TOOTH PONIES AS THEY
GAMBOL ALONG- BABY BOUNCY: WE OUGHTA SHOW
THOSE NEWBORN TWINS WHO'S BOSS...!

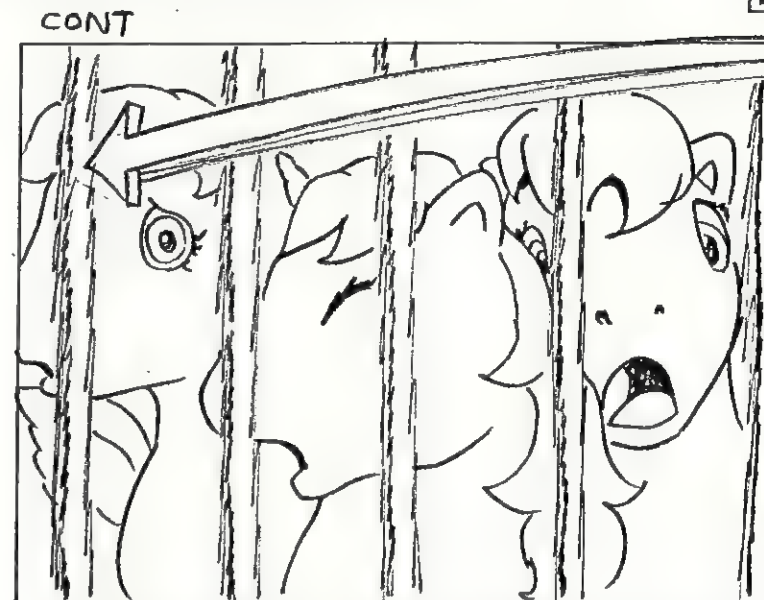
**START
SONG**



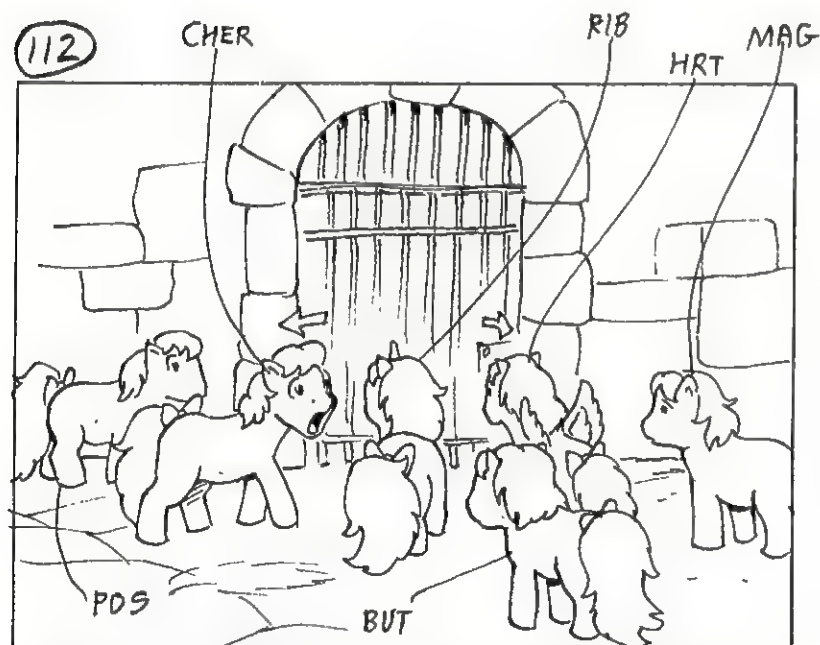
END SONG



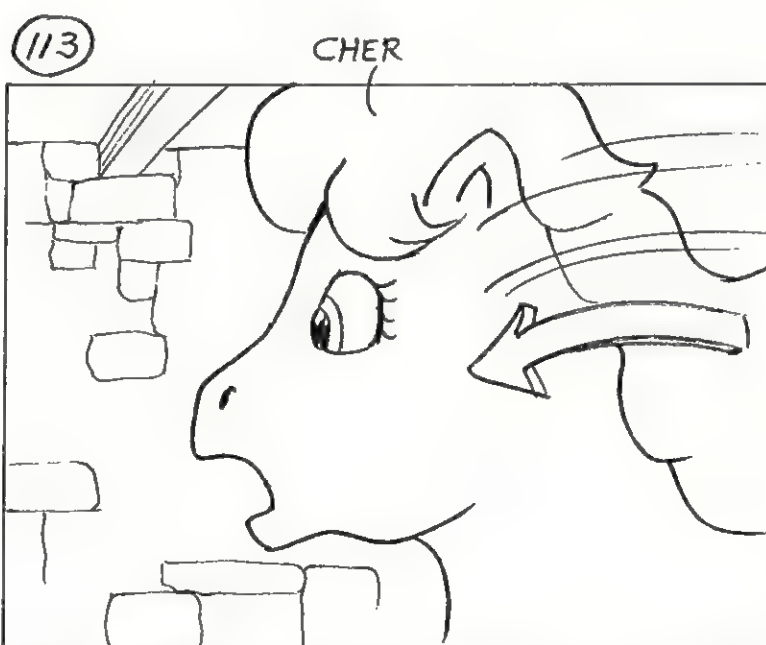
INT. PALACE DUNGEON -



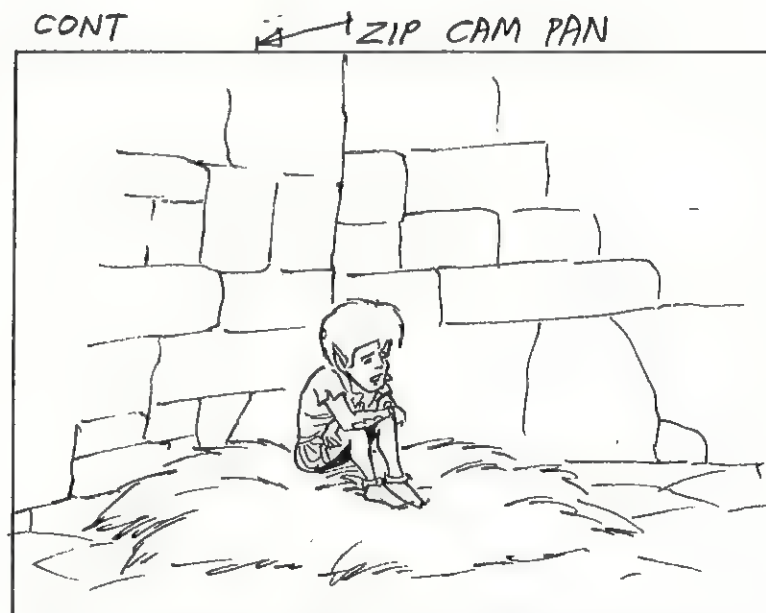
IRON BARRED DOOR SLAMS (SFX) SHUT.



CHERRIES JUBILEE: THIS IS AWFUL! WE'VE
GOTTA RESCUE THE NEWBORN TWINS!



SHE SUDDENLY TURNS AT SOUND OF OS VOICE.
PRINCE DE BRANDFORT (OS): GOOD LUCK!...



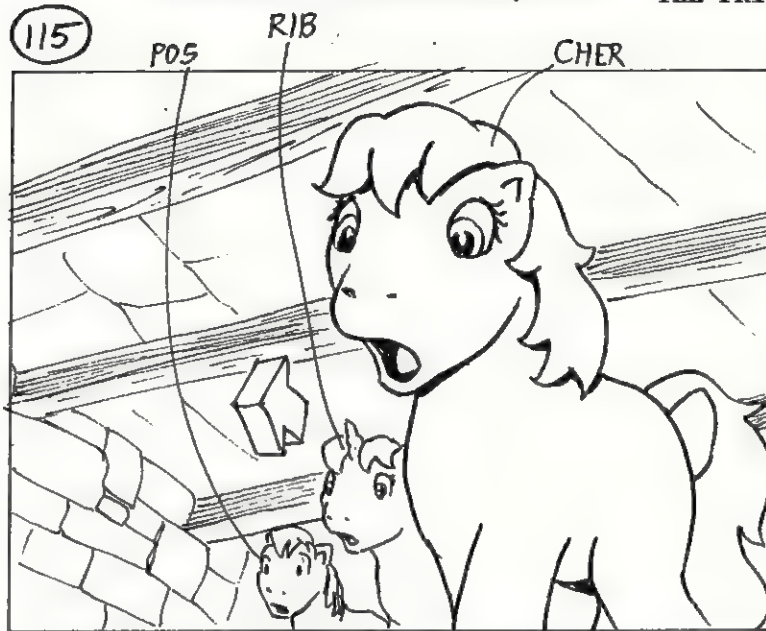
...I KNOW EVERY JOIST AND TIMBER OF
THIS PALACE,...

114



PRINCE DE BRANDEFORT (CONT): ...AND THERE'S
NO WAY OUT OF THIS DUNGEON!

115



CHERRIES JUBILEE: HOW DO YOU KNOW
ALL THAT!?

116



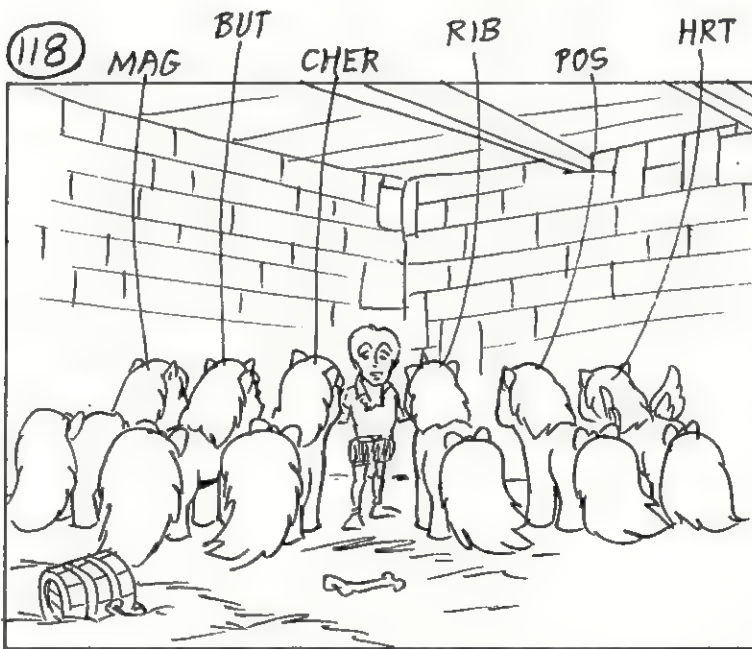
HE STARTS TO STAND UP. THEY COME IN.
PHILLIPE: I'M THE PRINCE PHILLIPE DE
BRANDEFORT. ...

117



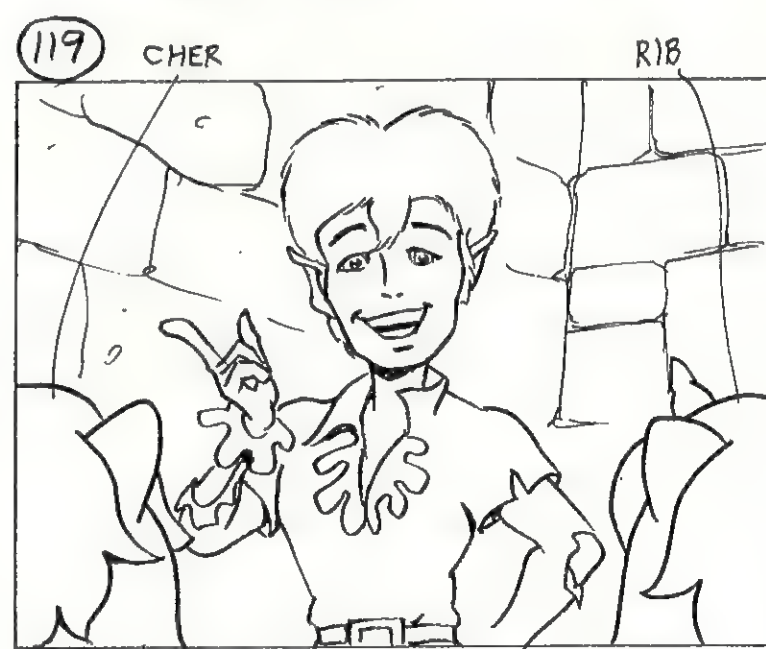
HE FINISHES STANDING UP.
...THIS IS MY PALACE.

118



PHILLIPE (CONT): SORRY THE ACCOMMODATIONS
ARE UNPLEASANT, BUT THE PLACE HAS GONE
TO SEED ...

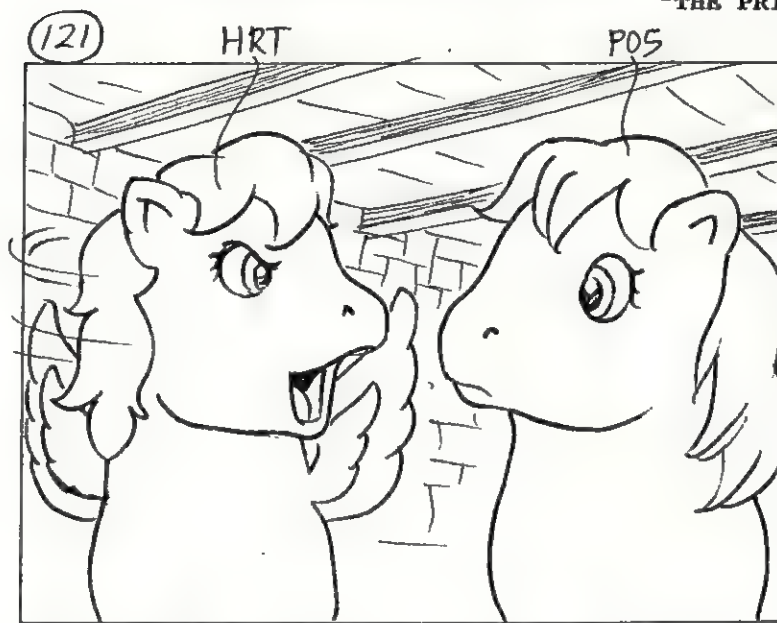
119



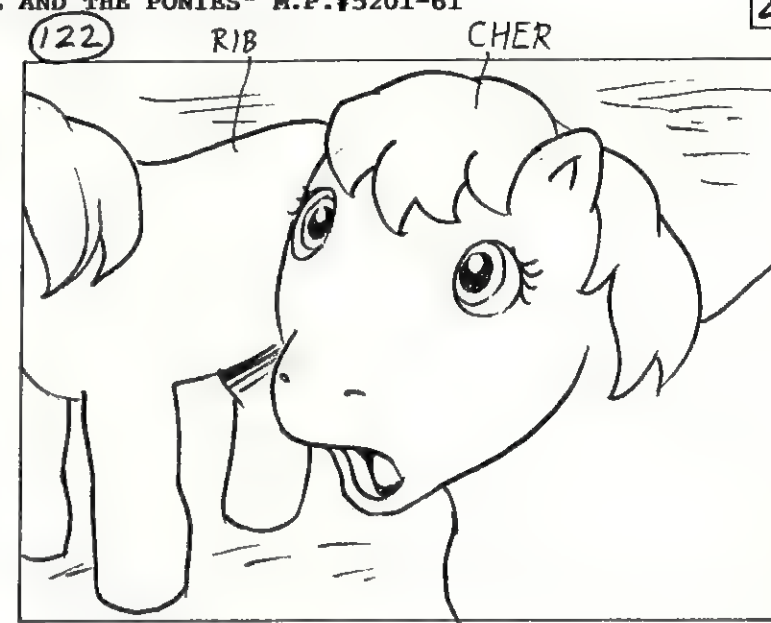
... SINCE MY SCULLERY-MAID USURPED
THE THRONE!



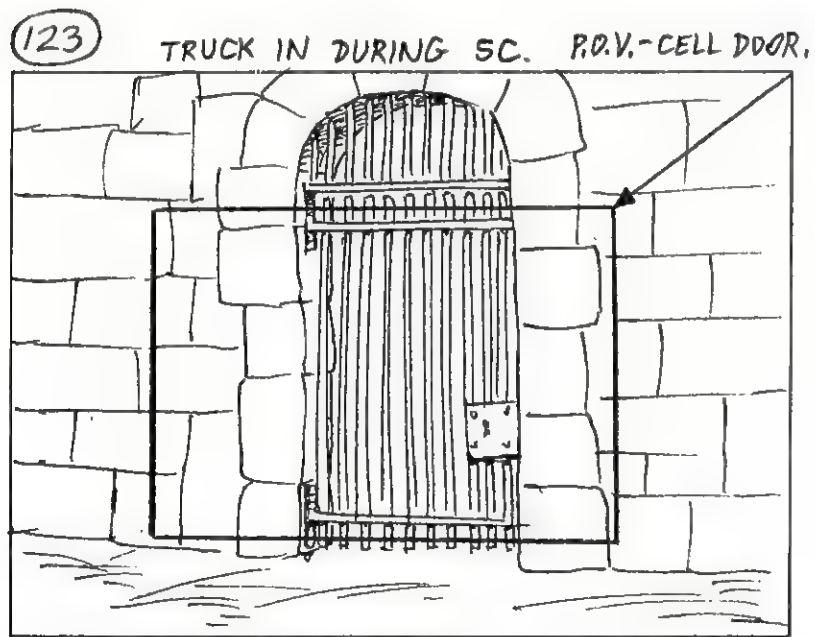
RIBBON: THE DUCHESS IS -- YOUR COOK!?



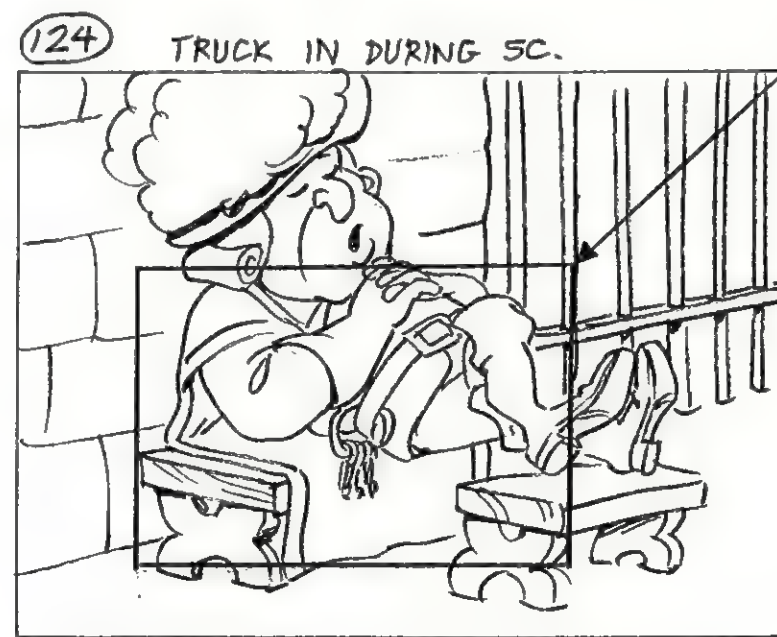
HEART THROB: HAH!! I KNEW IT!!



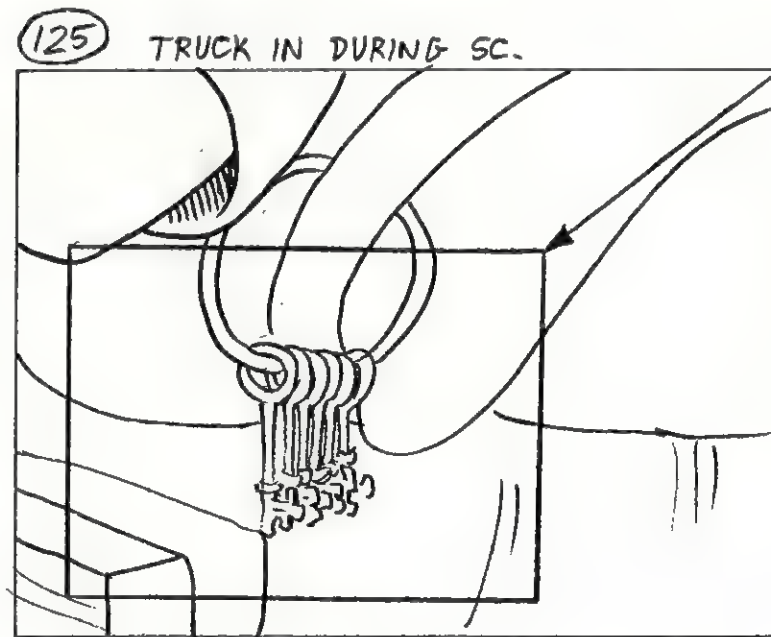
CHERRIES JUBILEE: YOU MUST HELP US!



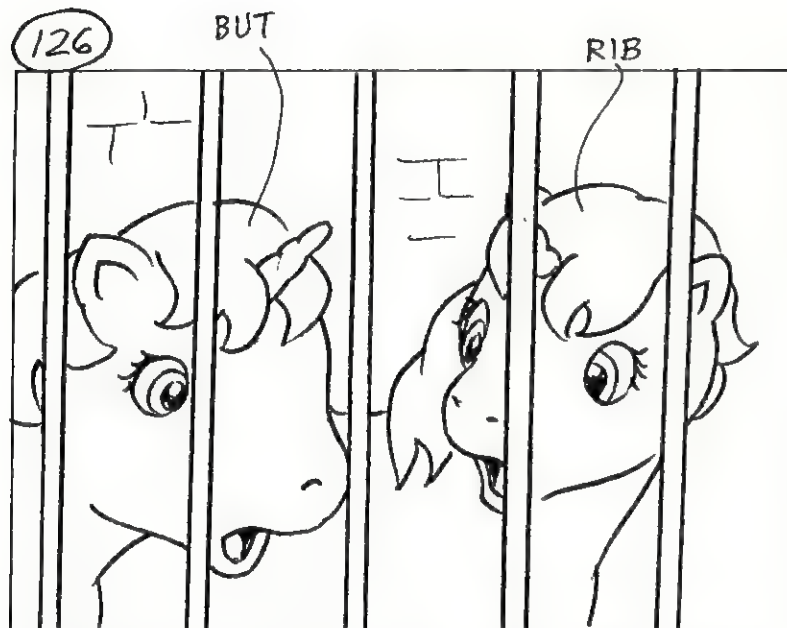
PHILLIPE (OS): THE PROBLEM IS GETTING
THROUGH THAT DOOR ...



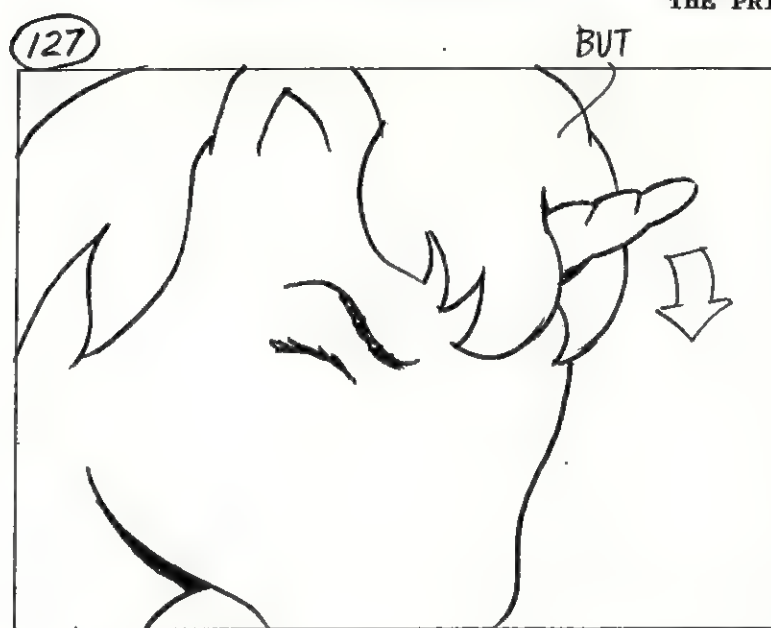
PHILLIPE (OS CONT): YOU NEED THE KEY!
AND THE KEY'S...



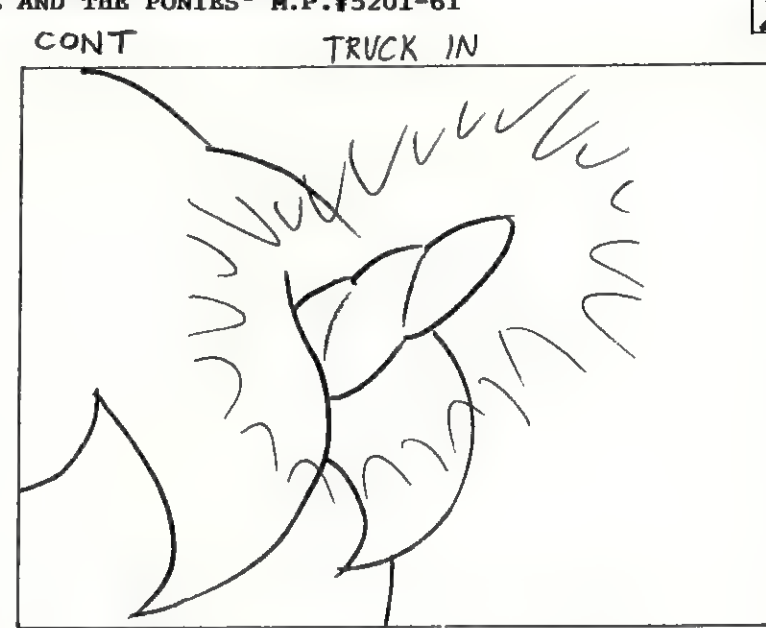
... ON THE GUARD'S BELT!



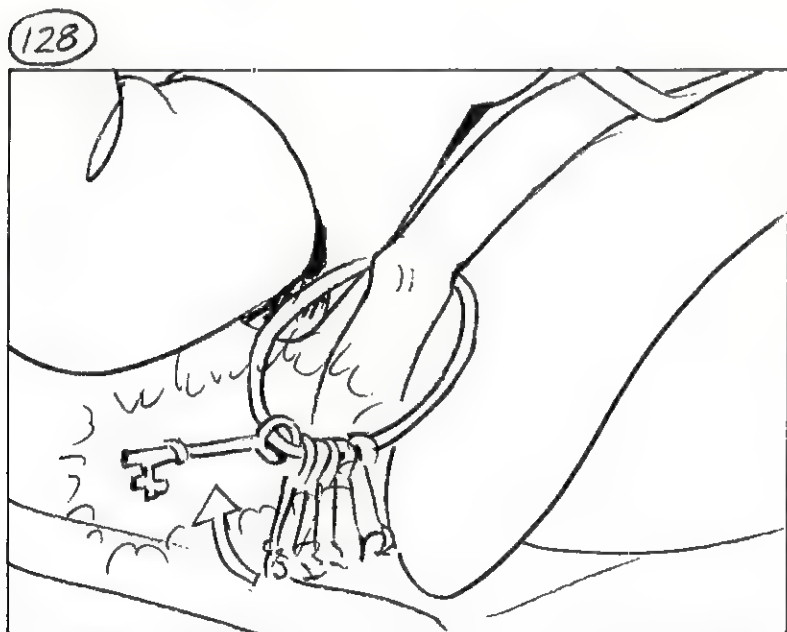
RIBBON: BUTTONS, CAN YOU GET THEM?
 BUTTONS: I THINK SO.



SHE BENDS HEAD DOWN, CONCENTRATES...



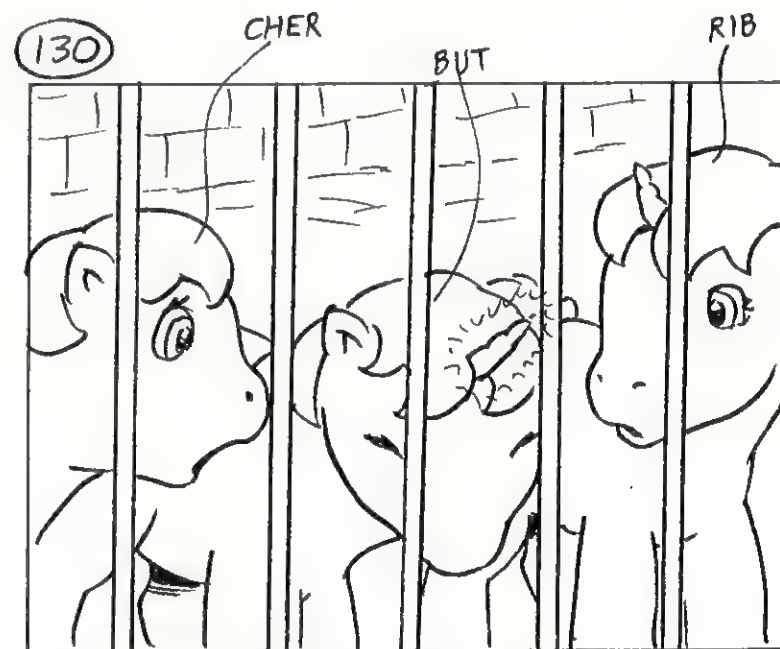
... TWINKLE APPEARS AROUND HORN



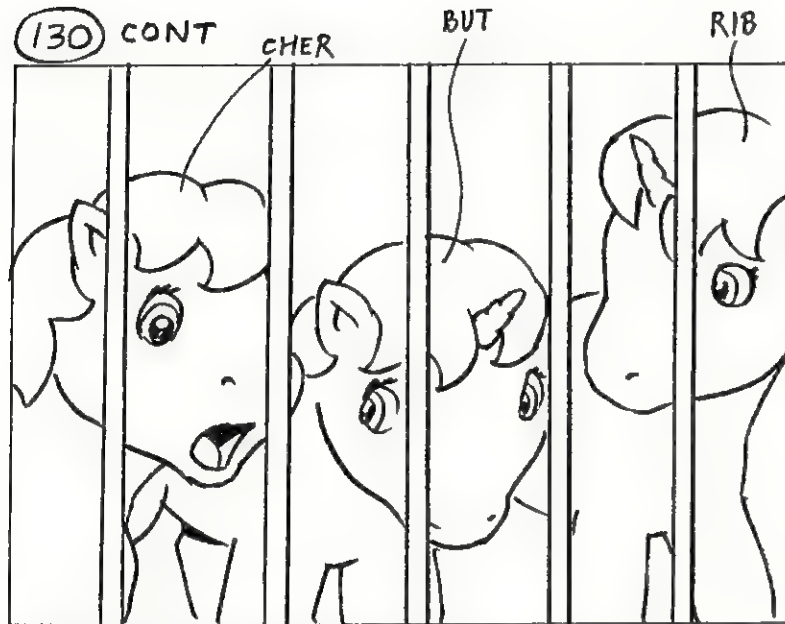
KEYRING STARTS TWINKLING, RISES, TUGS AT BELT...



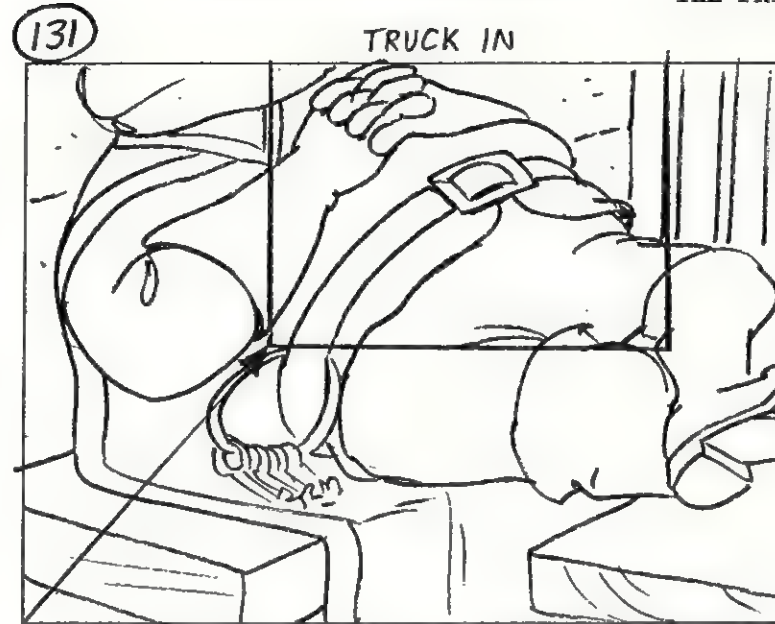
GUARD: (FRUMPING NOISES OF DISTURBED SLEEP)



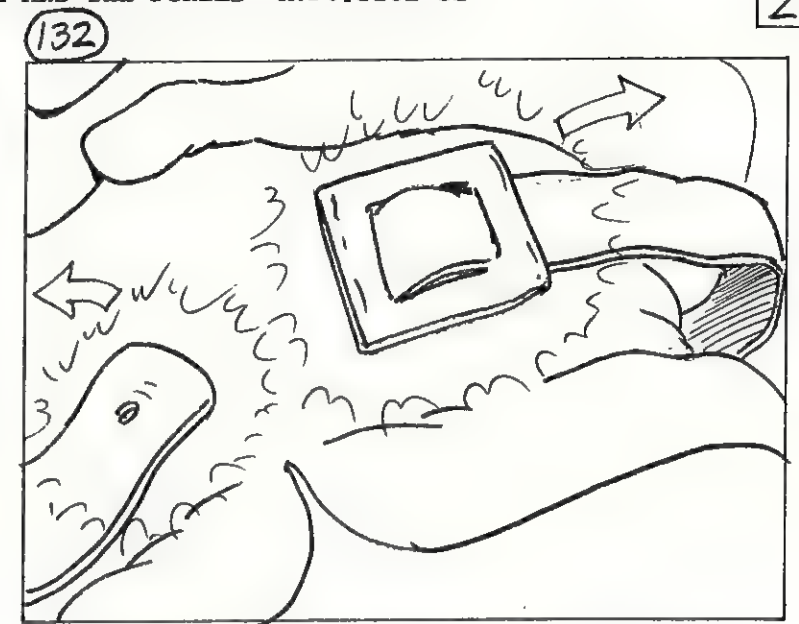
CHERRIES JUBILEE: NO GOOD! ...



CHERRIES JUBILEE (CONT): ...THE BELT!



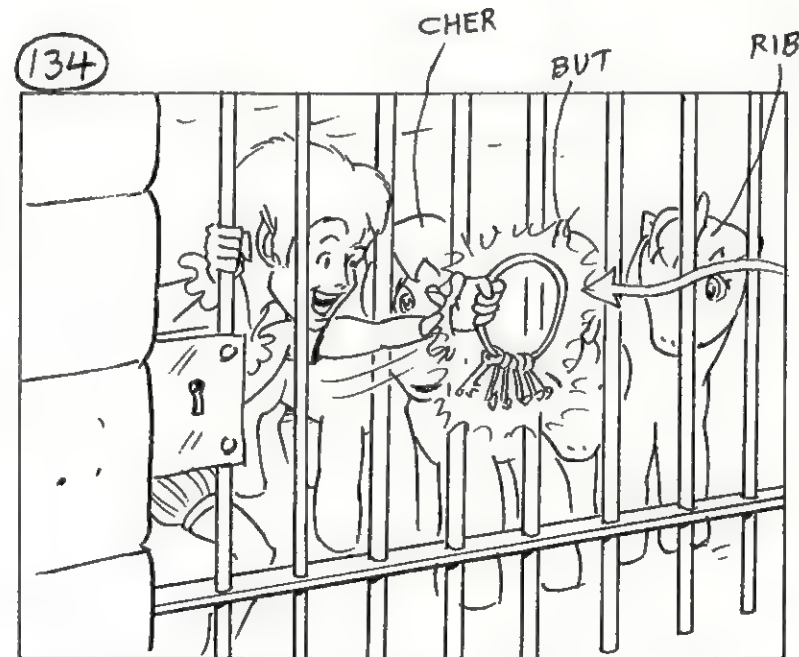
GUARD'S BELT BUCKLE --



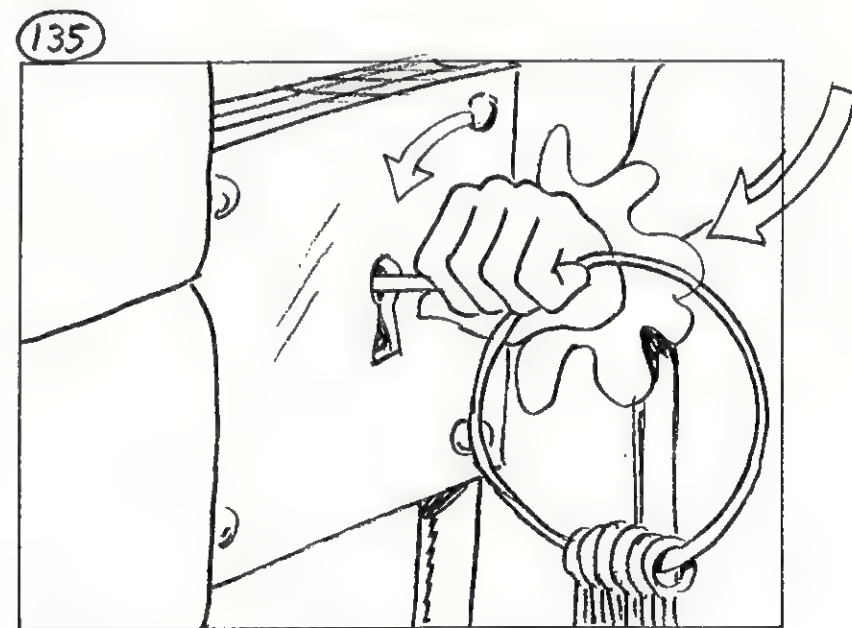
TWINKLES START, BUCKLE UNFASTENS...



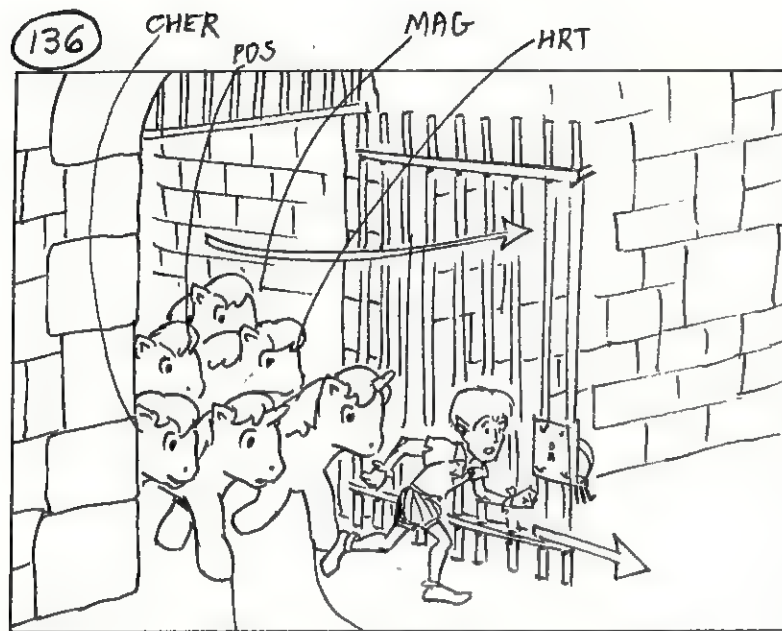
TWINKLES START ON KEYS, THEY FLOAT AWAY--



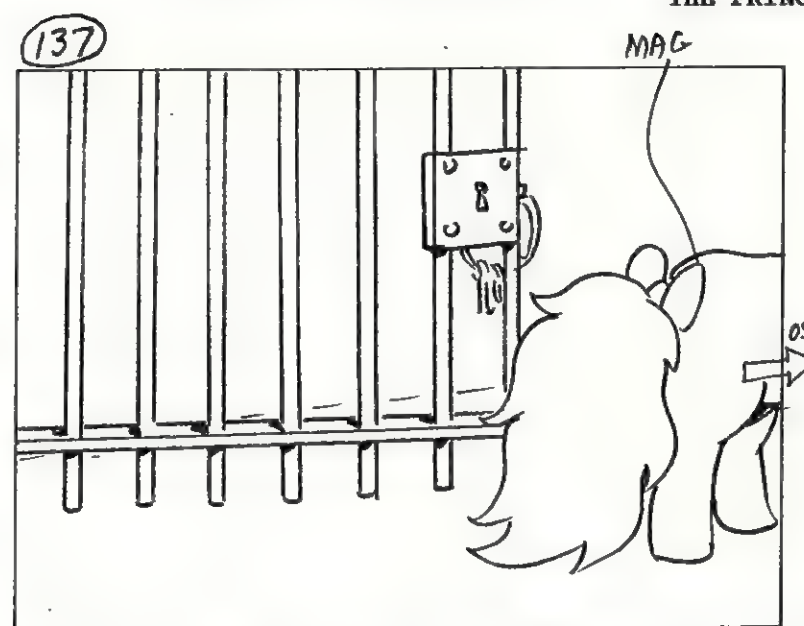
PHILLIPE JOYFULLY GRABS KEYS...



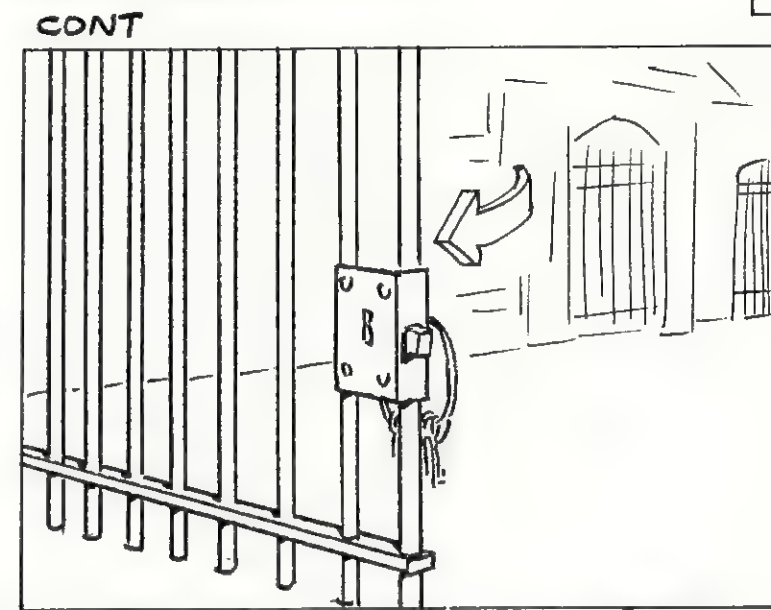
INSERTS KEY INTO LOCK, TURNS IT,
SFX: LOCK CLICK. --



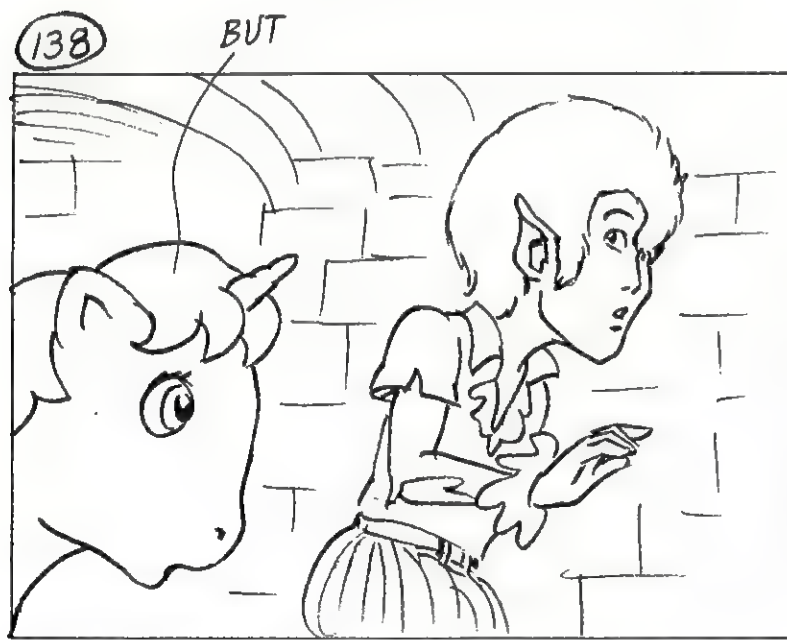
BUT RIB
THEY SWING BARRED DOOR OPEN, QUICKLY
SNEAK OS, ...



BUT AS SHE PASSES DOOR, VIBRATIONS...



... SET IT TO SWING CLOSED (CUT SC
WHEN DOOR GETS HERE)



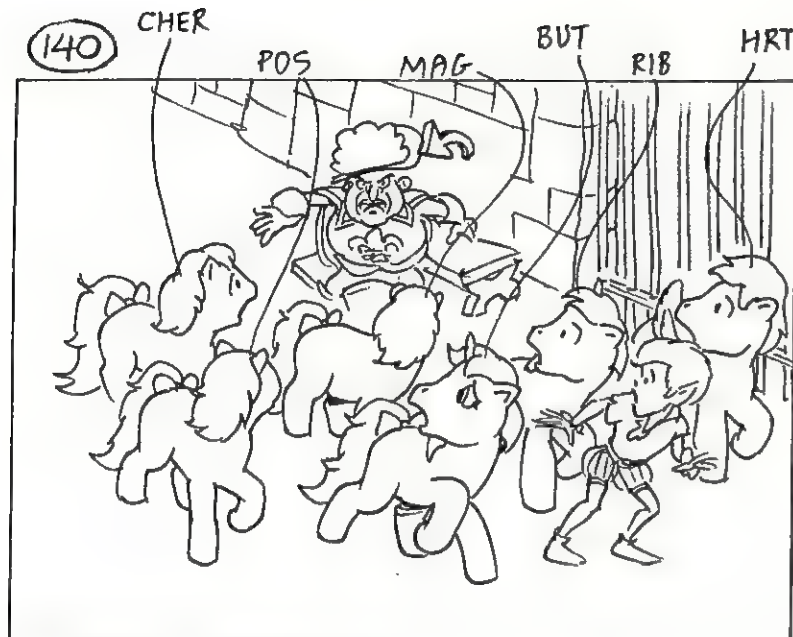
THEY SNEAK ALONG...



... THEY START, ALARMED AT SOUND -
SFX (OS): JAIL DOOR SLAM.



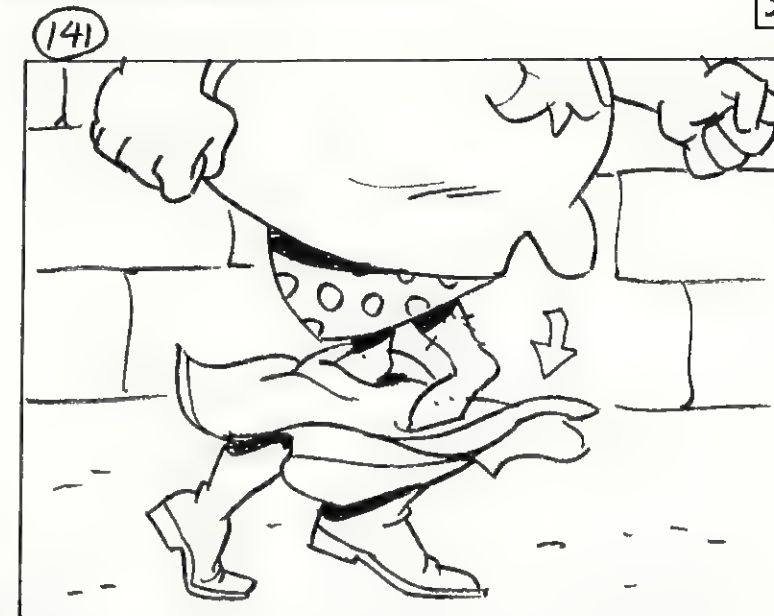
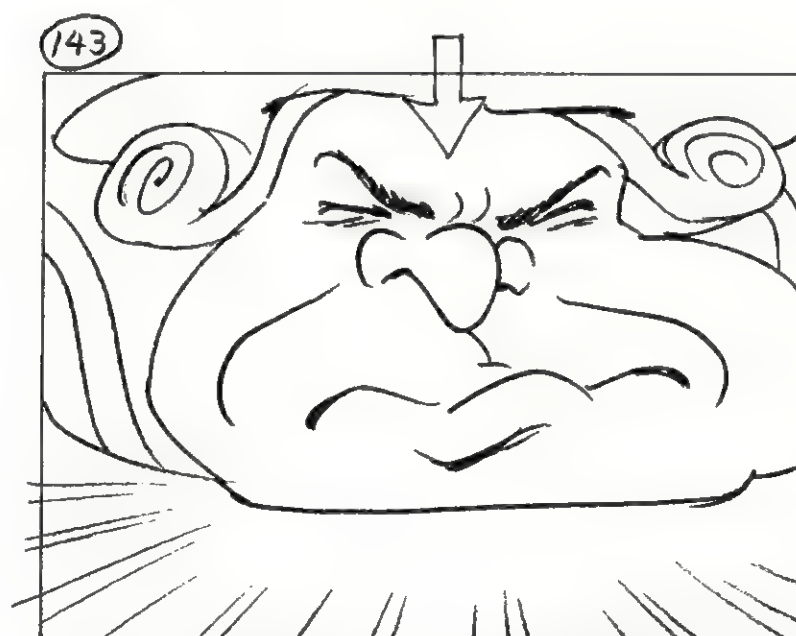
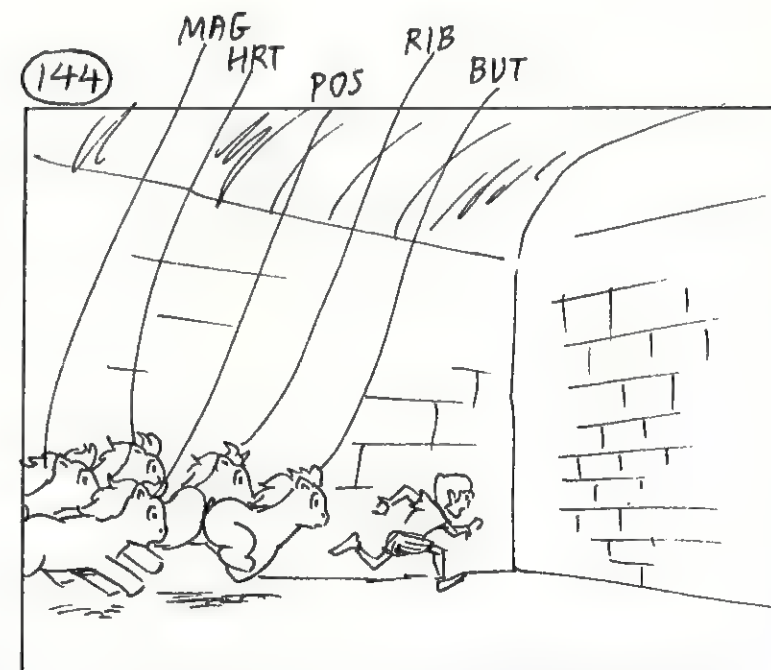
SLEEPING GUARD'S EYES SNAP OPEN



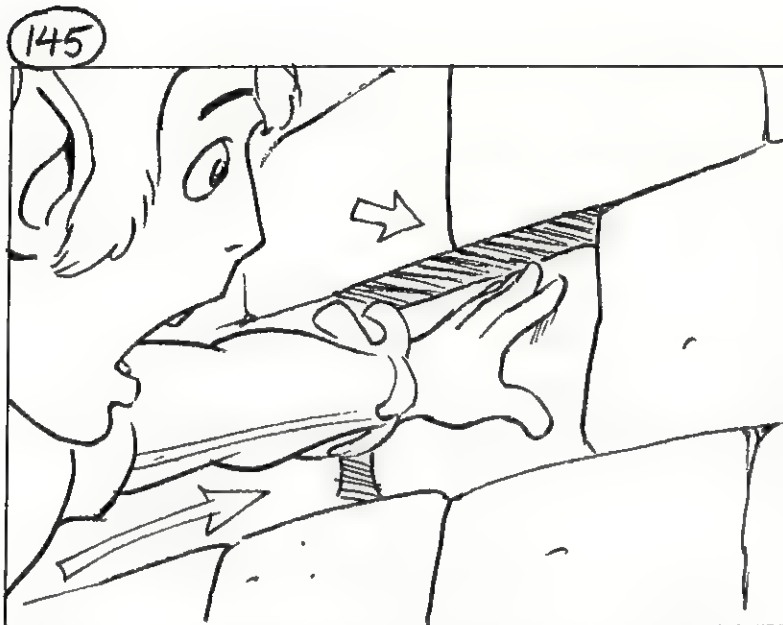
GUARD LURCHES UP,...



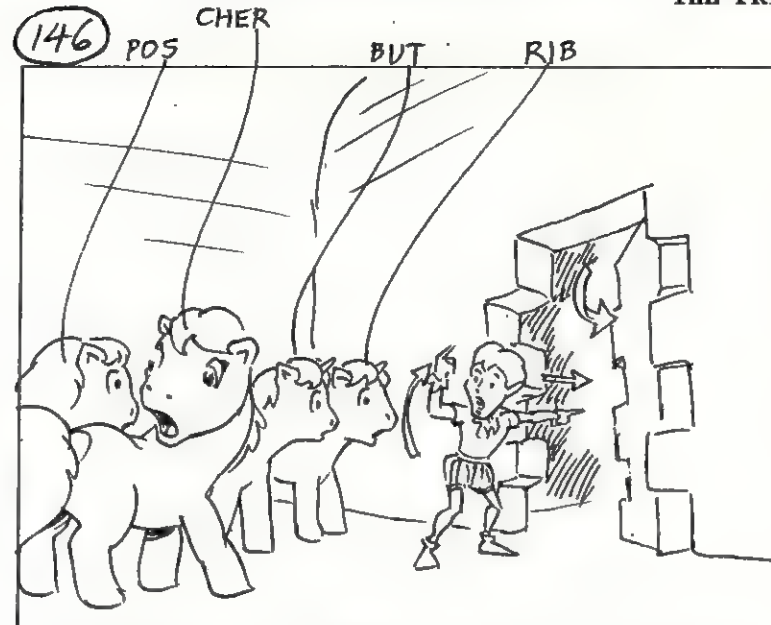
... THEY RUN, ...

SHORT SC - GUARD'S PANTS FALL ...SHORT SC - AND SO DOES HE.
(CUT SC WHEN HE GETS HERE)SHORT SC - GUARD HITS.
SFX: PAH-THUNK.

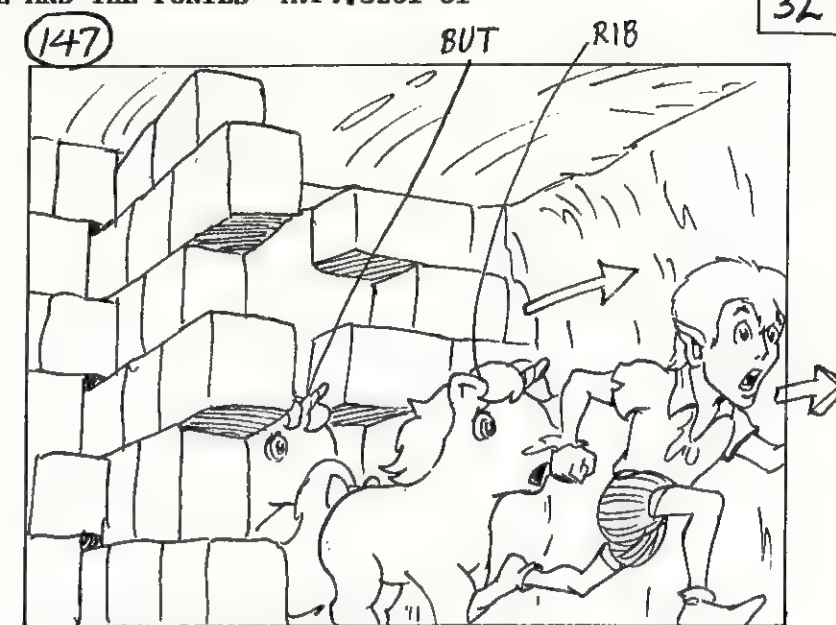
THEY RUN TO END OF CORRIDOR -



PHILLIPE DEPRESSES STONE IN WALL...



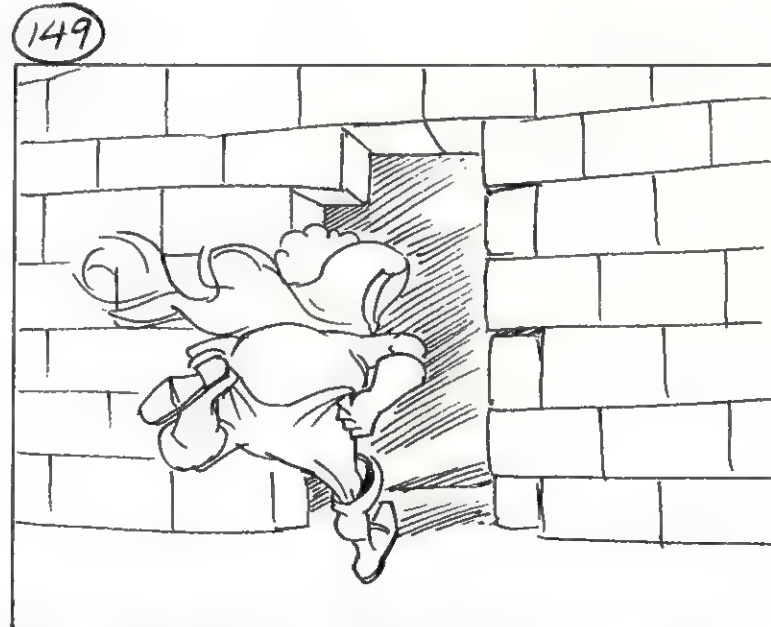
... SECTION SWINGS INWARD, REVEALING SECRET PASSAGE - PHILLIPE: THIS WAY!



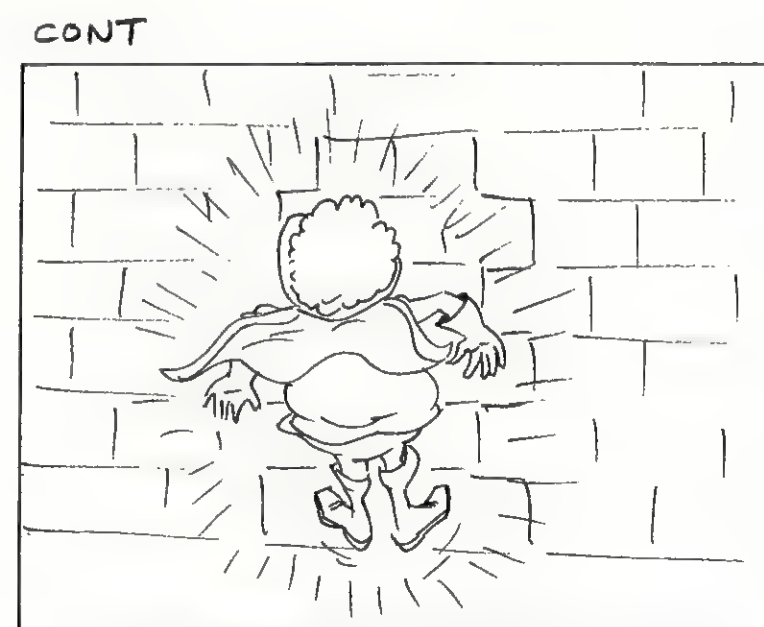
INT. SECRET PASSAGE - THEY RUN IN



GUARD CHARGES AT CAM, HOLDING UP HIS PANTS, ...

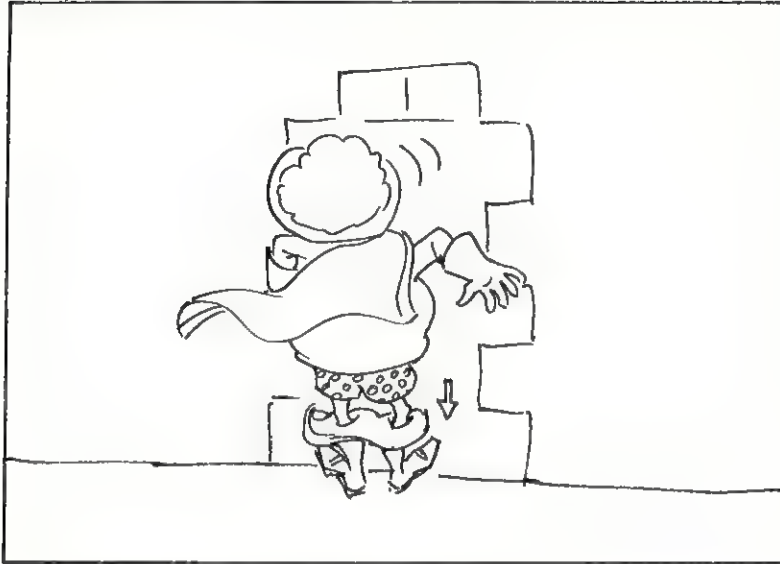


GUARD CHARGES AT SECRET PASSAGE...



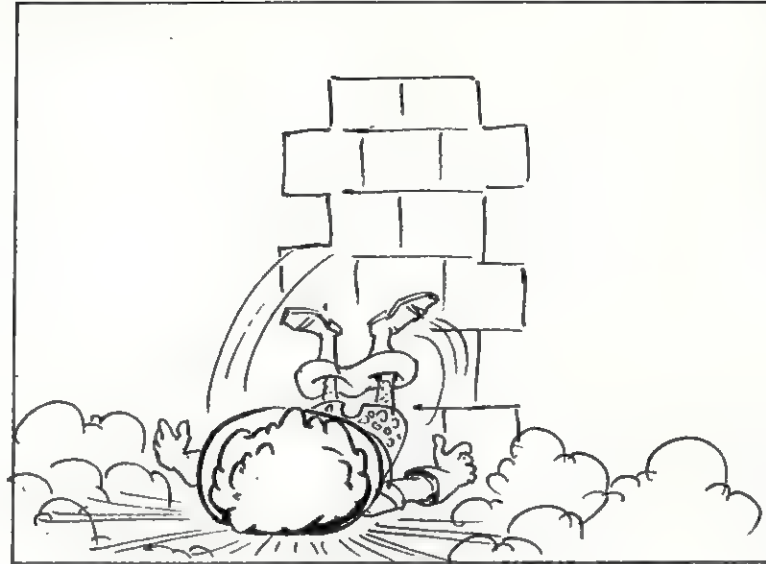
... WHICH SLAMS IN HIS FACE...

(149) CONT



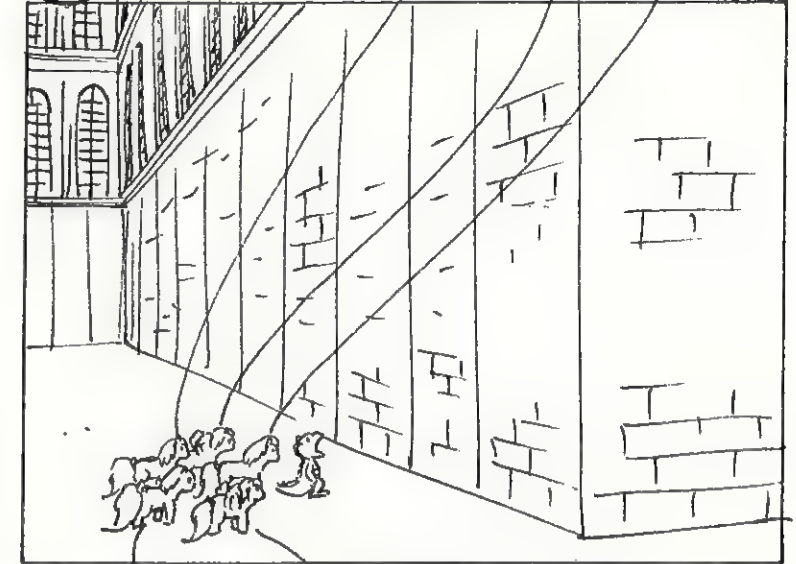
... GUARD'S PANTS DROP ...

CONT



... AND SO DOES HE.

(150)

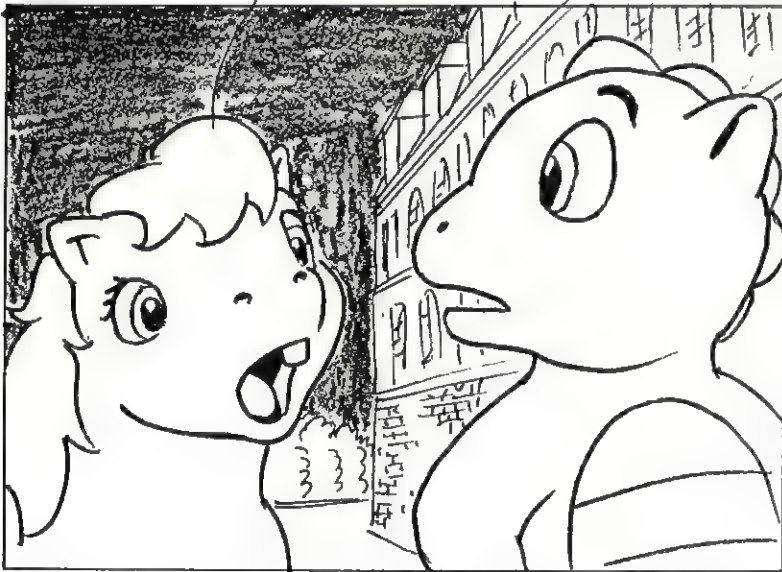


B. QUAC B. BOUN
EXT. SIDE WALL OF PALACE - NIGHT.
SPIKE: THERE'S NO WAY IN. LET'S GO HOME!

(151)

B. TIC-

NIGHT

BABY TIC-TAC-TOE: ME THINK HARD ENOUGH--

(152)

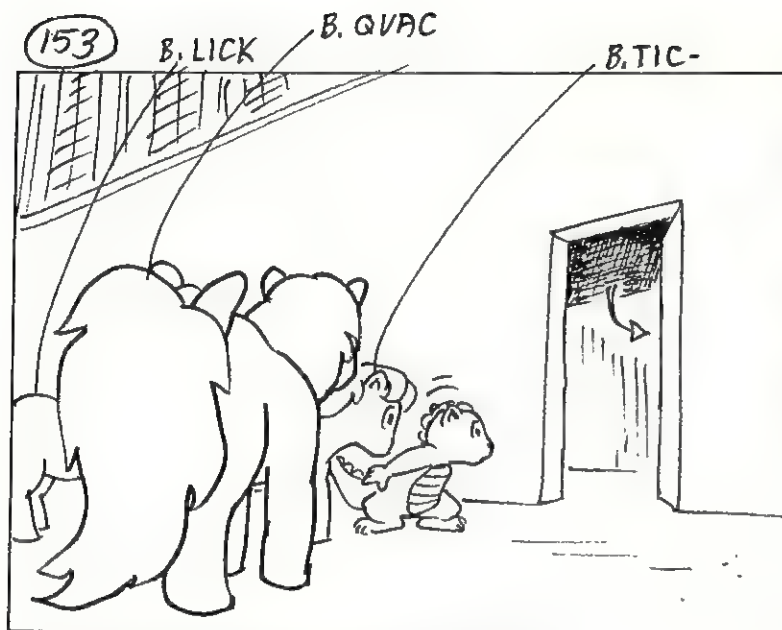
B. TIC

...THERE BE WAY IN.

CONT



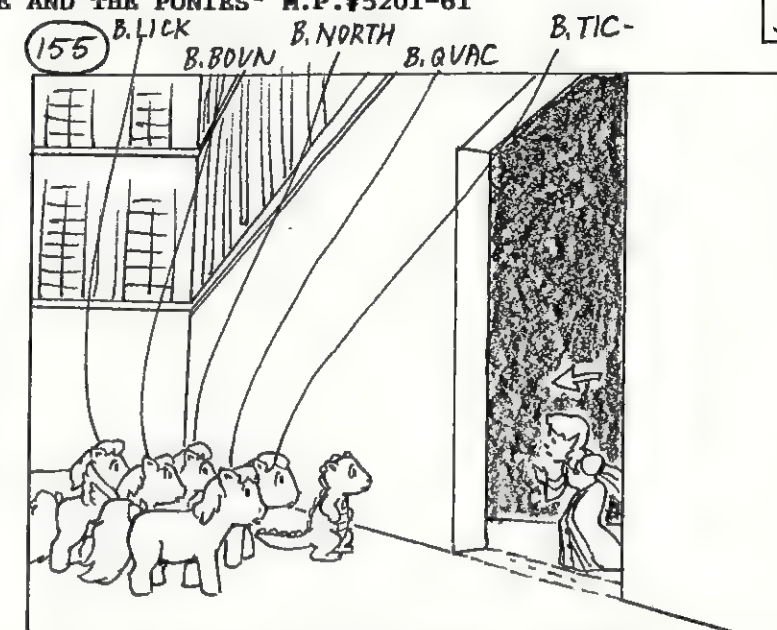
SHE CONCENTRATES.



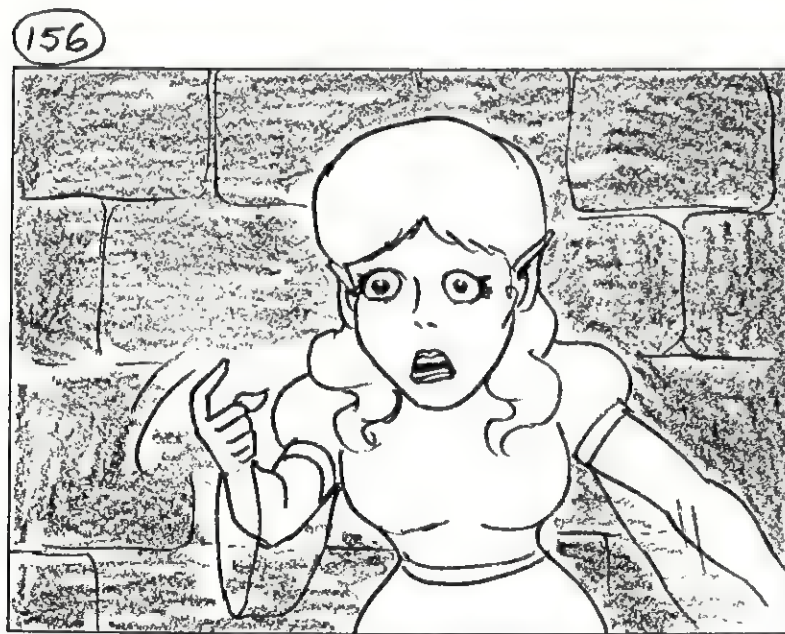
SUDDENLY, SECRET PANEL OPENS.



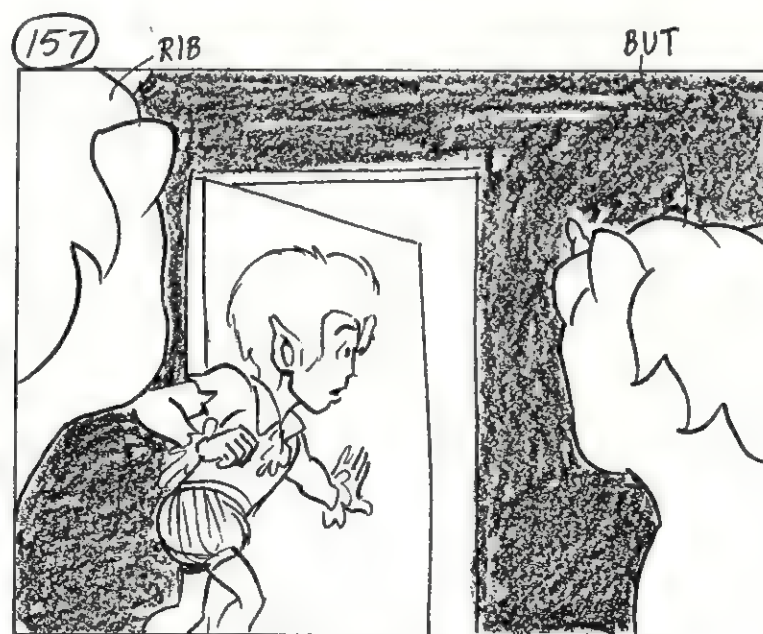
SHE LIFTS HER HEAD-
BABY TIC-TAC-TOE (CONT): SEE?



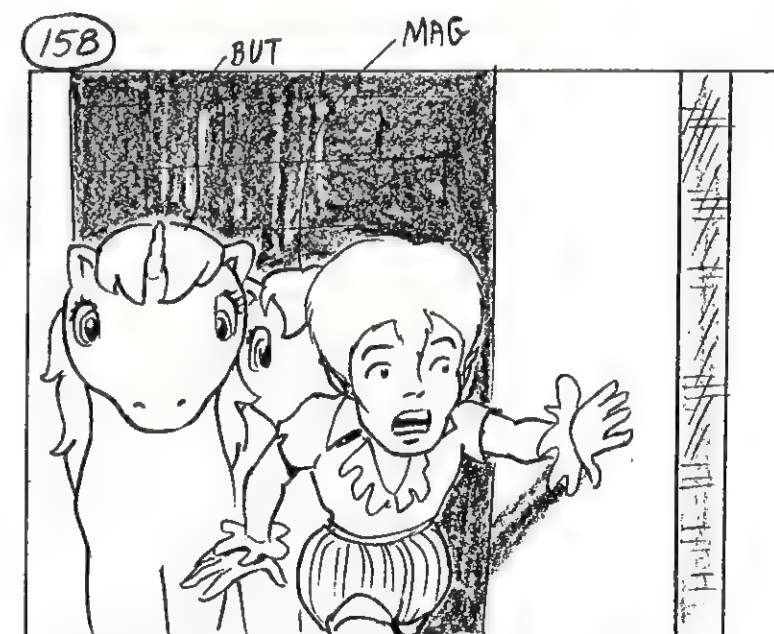
SUZETTE COMES INTO VIEW.



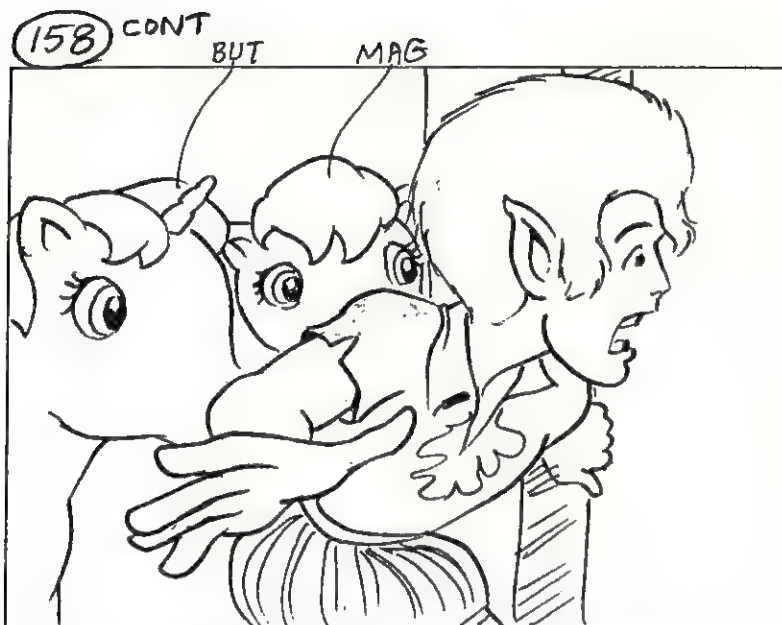
SHE BECKONS.
SUZETTE: YOU MUST COME WITH ME!



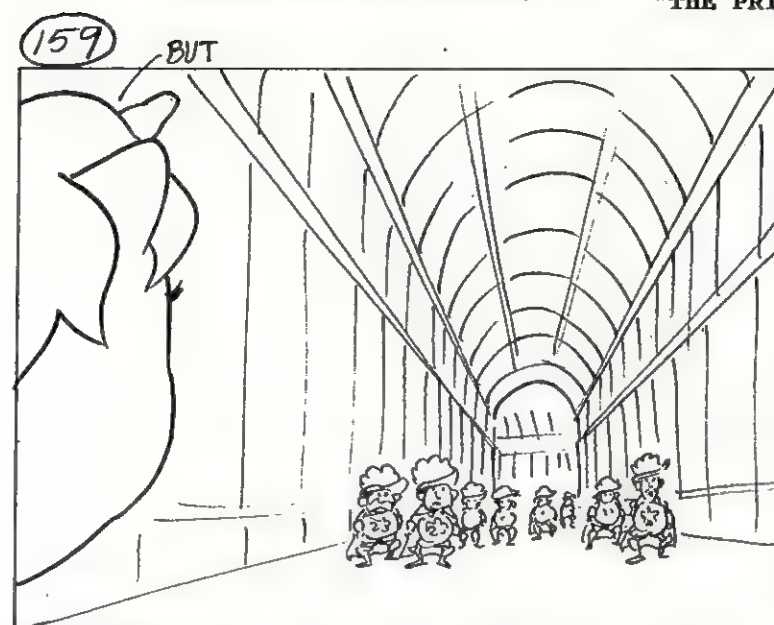
INT. SECRET PASSAGE - HE OPENS DOOR ...
PHILLIPE: THIS TUNNEL ...



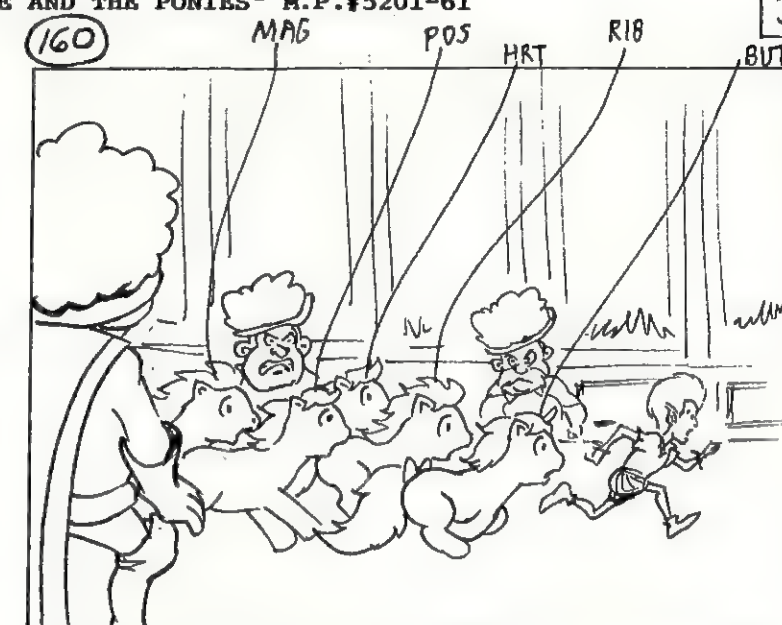
THEY COME OUT ...
... SHOULD LEAD RIGHT TO --



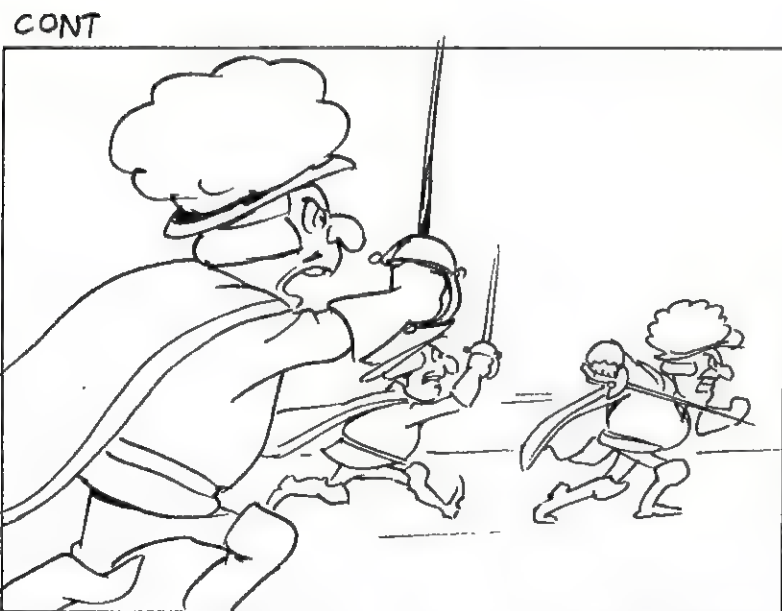
HE LOOKS, ALARMED
PHILLIPE (CONT): ... -- THE PALACE GUARD!!



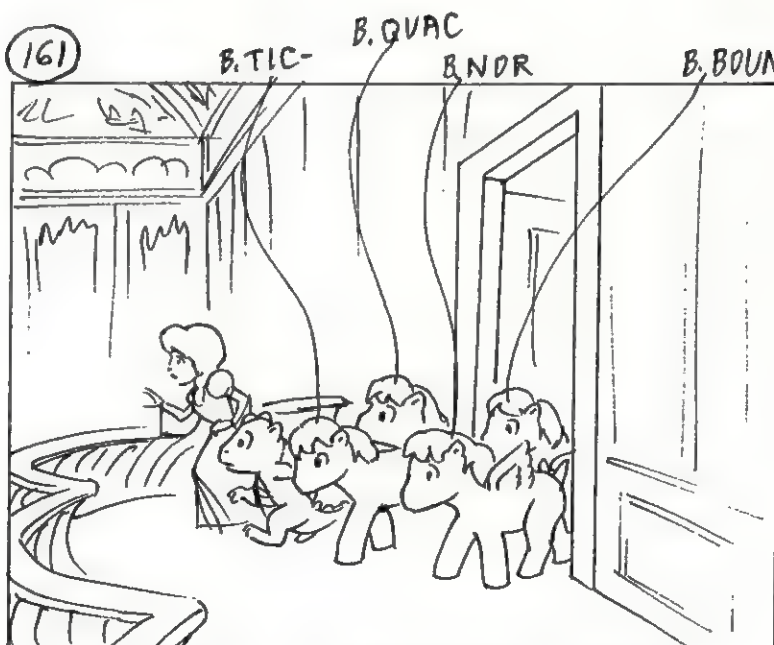
P.O.V. - PLUSH PALACE CORRIDOR FILLED WITH
 GUARDS.



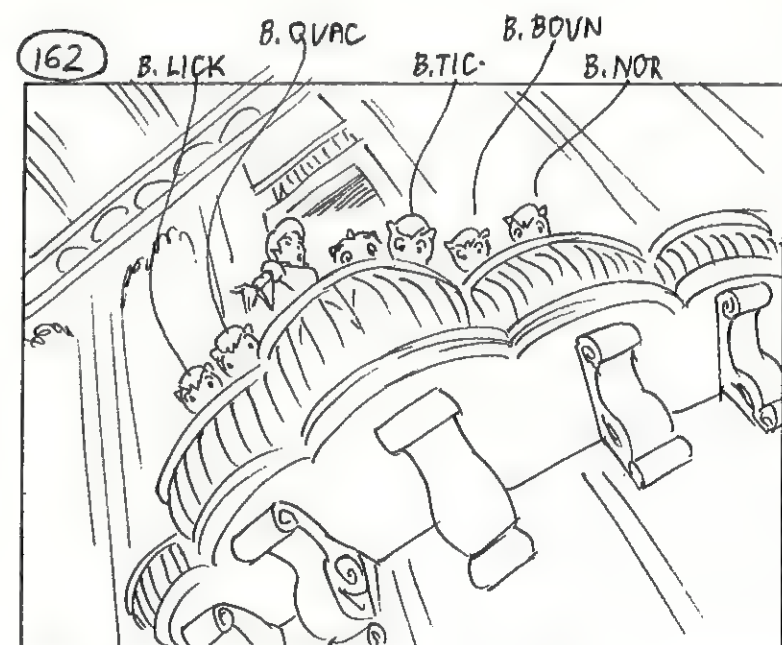
PHILLIPE & PONIES RUN PAST...



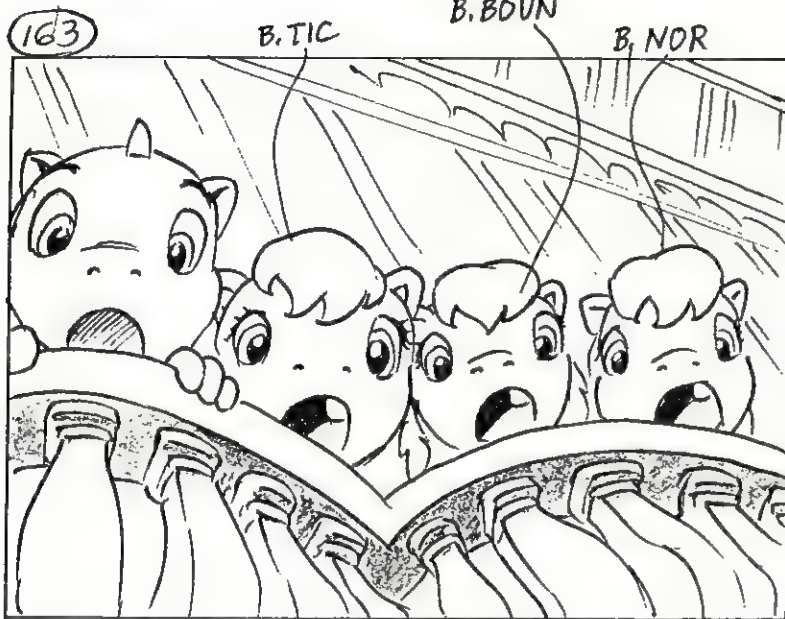
... & GUARDS DRAW SWORDS & GIVE CHASE...



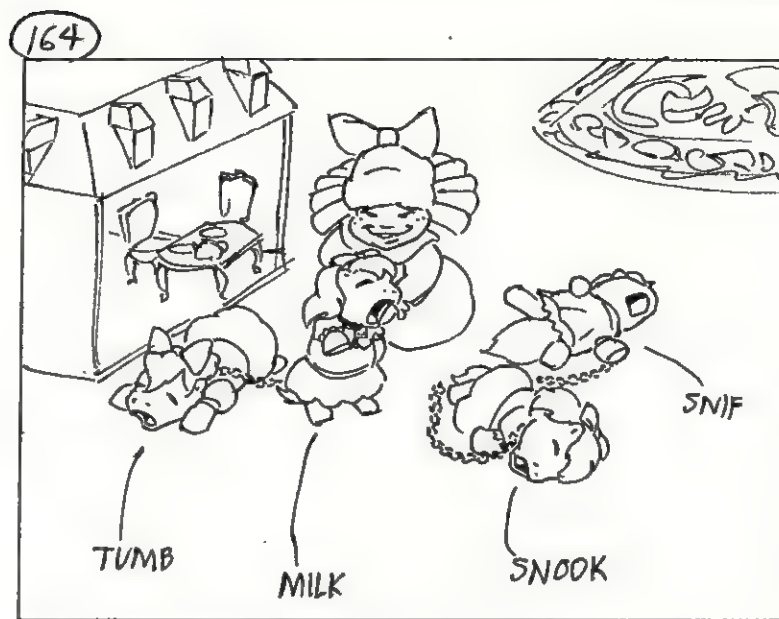
INT. MARGETTE'S HUGE BEDROOM - BALCONY.
 SUZETTE LEADS FIRST TOOTHs OUT ...



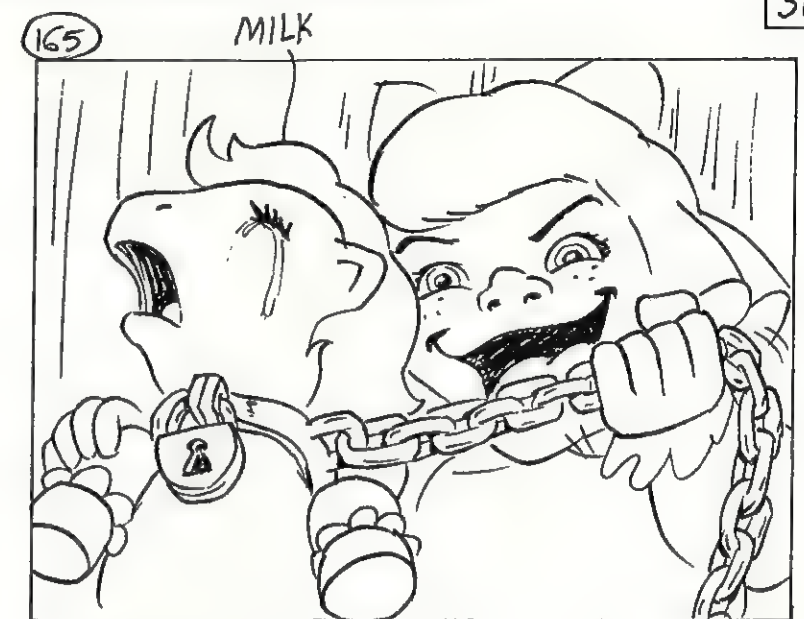
SUZETTE : REGARDEZ ... ! LOOK!



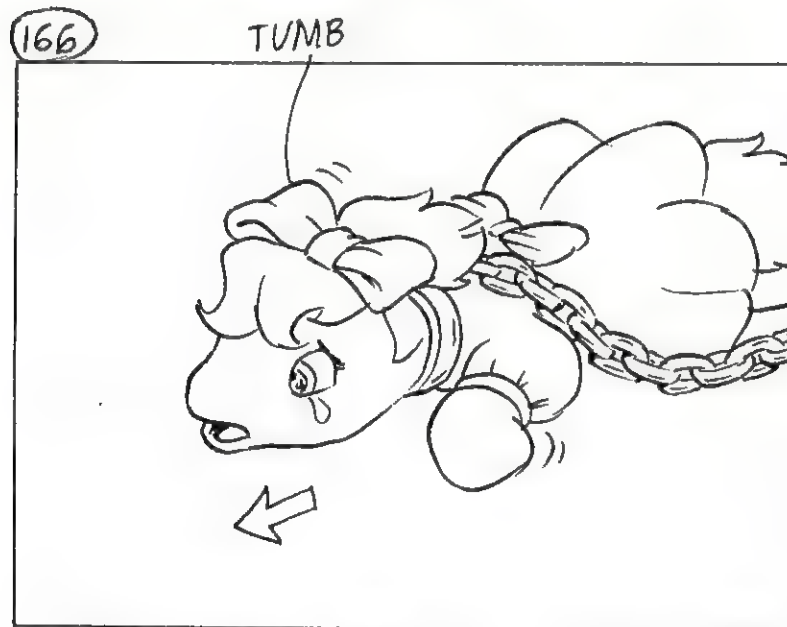
THEY LOOK DOWN, HORRIFIED
NEWBORN TWINS (OS): (PATHETIC CRYING &
WAILING) ~~~~~



MARGETTE: OH, I AM SO 'APPY TO 'AVE
ZEE PETS LIKE MAMA! ~~~~~



...AN' WE 'AVE SO MUCH FUN TOGEZAIR!
~~~~~



SHE TRIES TO CRAWL AWAY  
NEWBORN TWINS: (MORE CRYING AND  
WAILING) ~~~~~



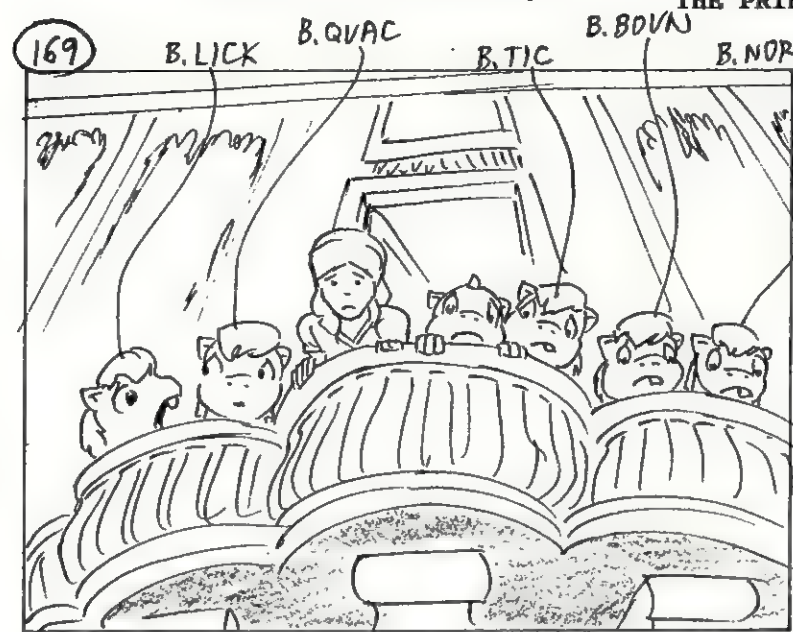
MARGETTE (VO): NO-NO TUMBELWIDZ! ~~~~~



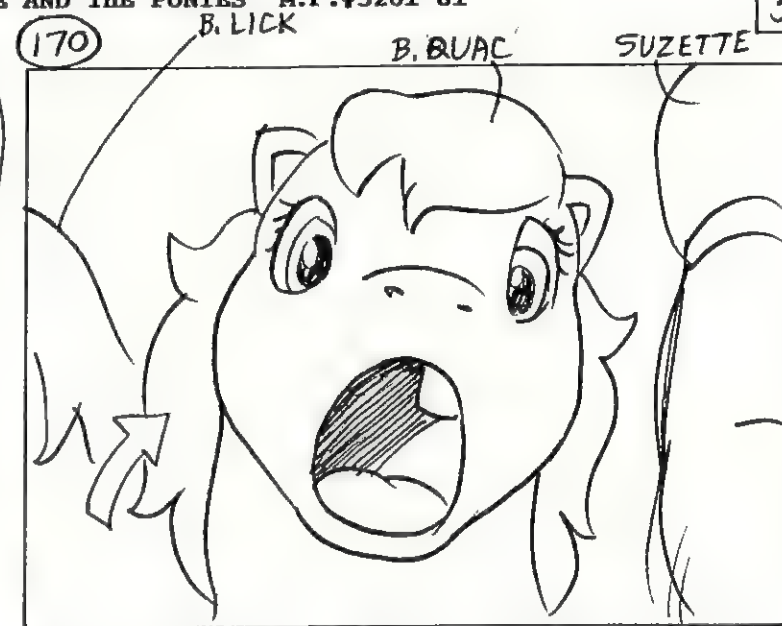
...YOU ARE MINE!  
~~~~~



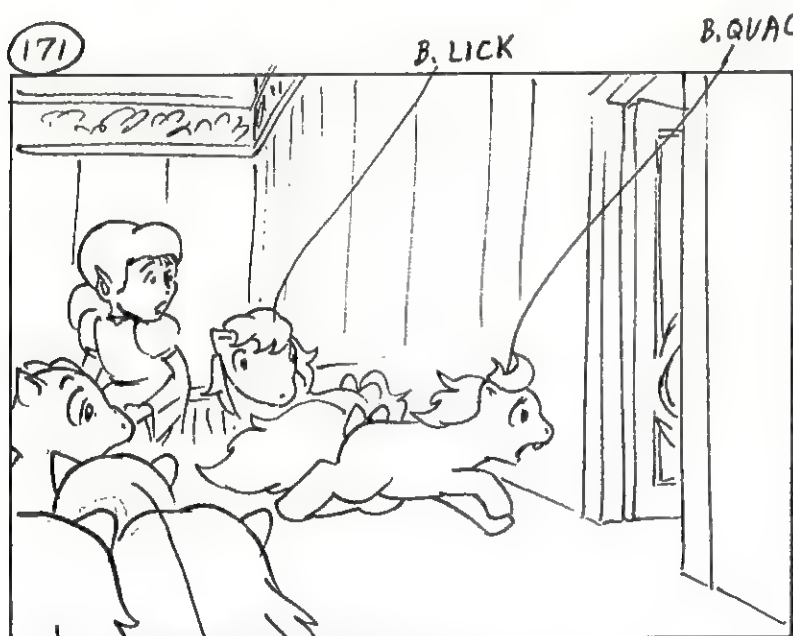

168 B.TIC B.BOUN B.NOR
BABY TIC-TAC-TOE: THAT WHAT WE
HOPING WOULD HAPPEN TO THEM...!



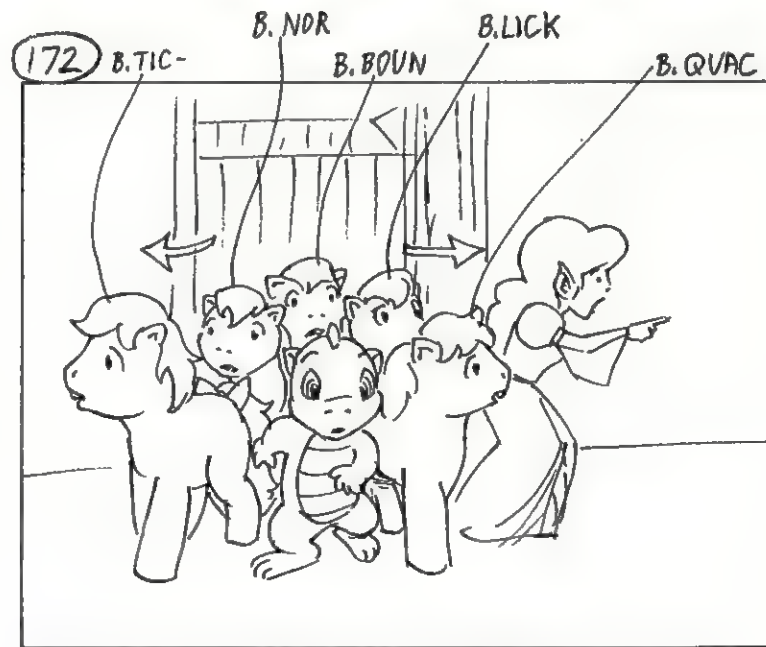
169 B.LICK B.QVAC B.TIC B.BOUN B.NOR
BABY LICKETY SPLIT: ONLY NOW ME NOT
FEEL GOOD 'BOUT HOPING FOR IT!



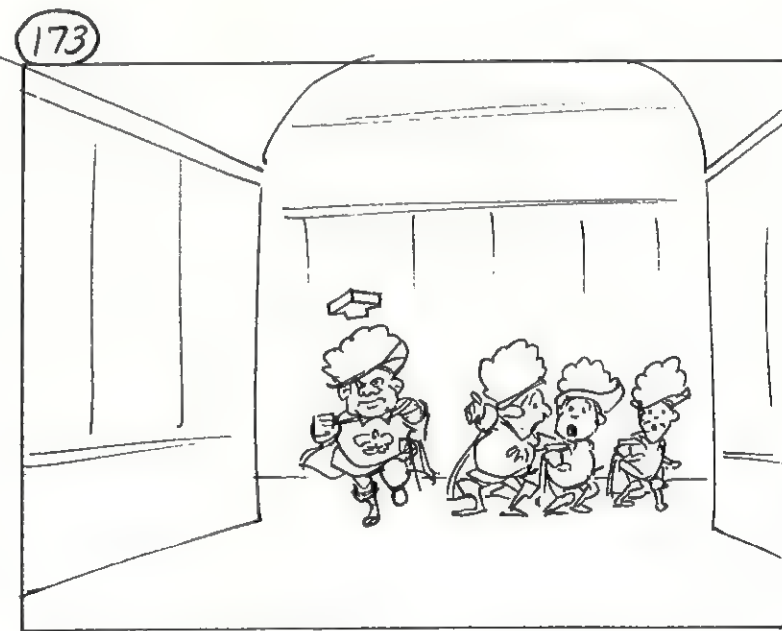
170 B.LICK B.QVAC SUZETTE
BABY QUACKER: QUACK QUACK! ...



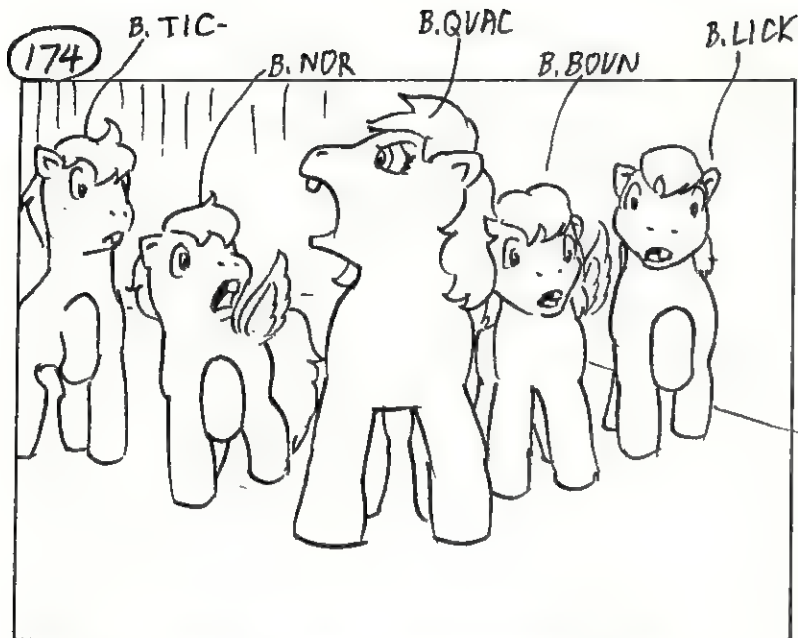
171 B.LICK B.QVAC
 B.NOR B.TIC- B.BOUN
BABY QUACKER (CONT): ...WE GOTTA SAVE 'EM!



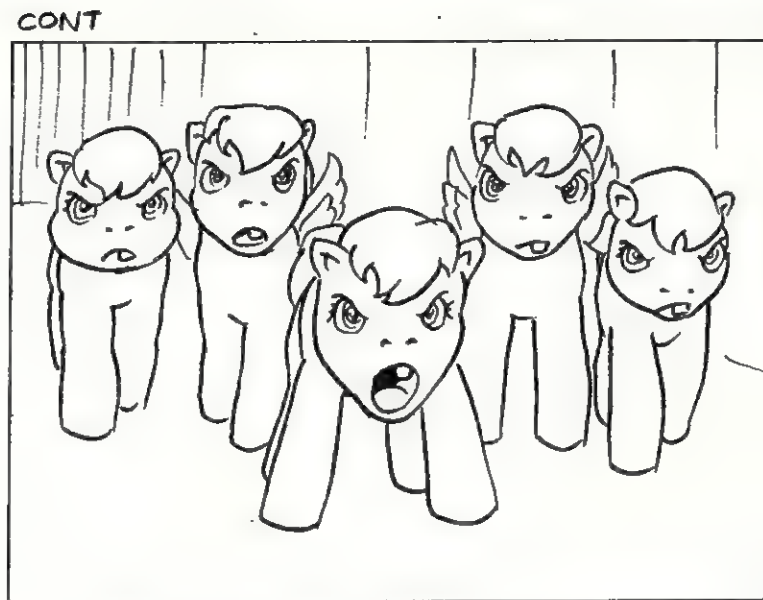
172 B.TIC- B.NOR B.BOUN B.LICK B.QVAC
REVERSE - OUT IN THE HALLWAY -
SUZETTE: THE GUARDS! ...



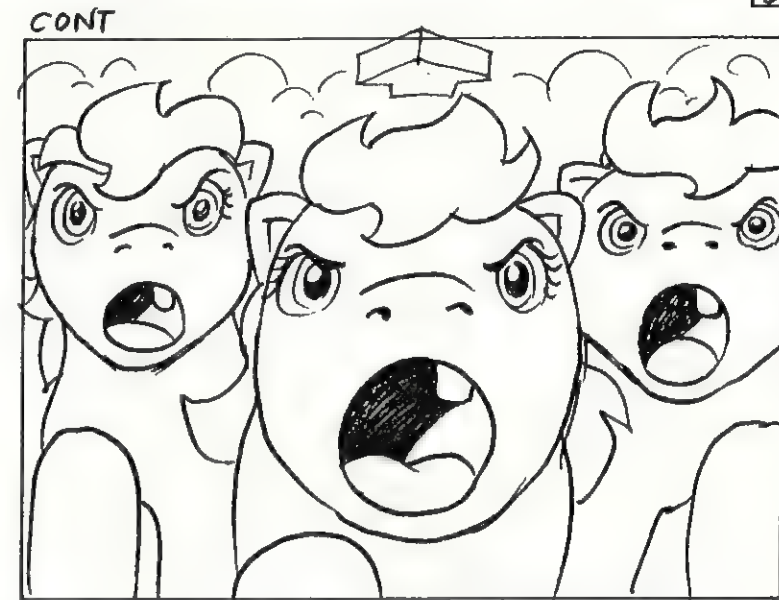
173
SUZETTE (VO CONT): ...WE MUST RUN!



BABY QUACKER : WE GONNA LET DUMB
GUARDS ...

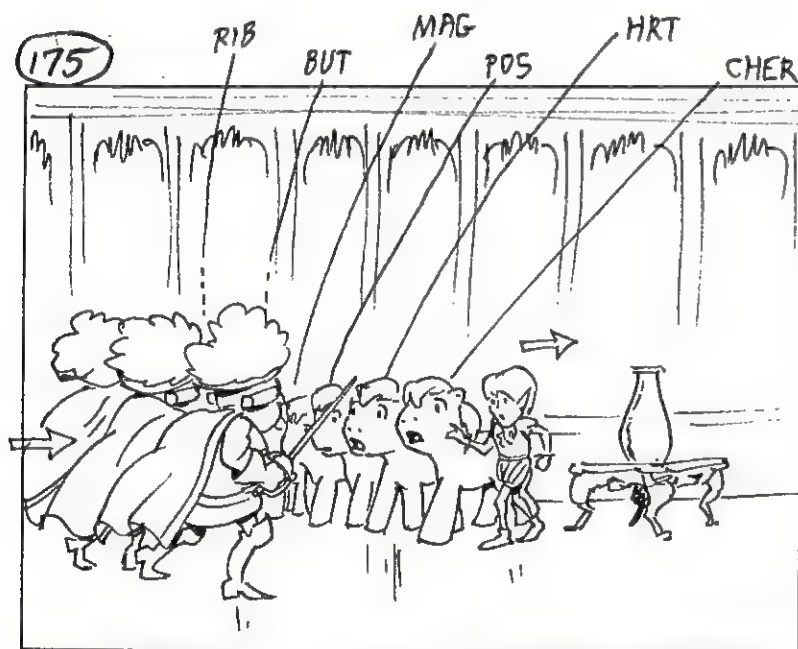


... STOP US FROM SAVIN' NEWBORNS!?

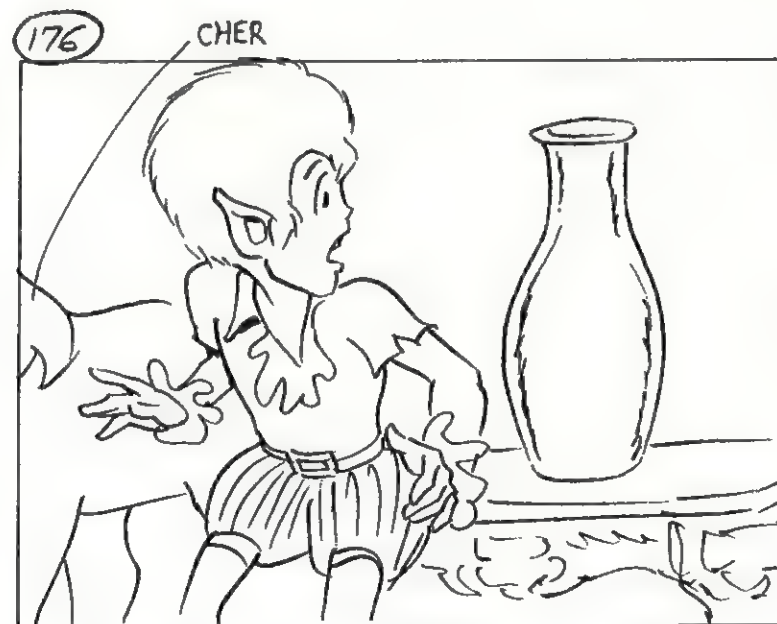


FIRST TOOTH PONIES : NOOOOO!!!

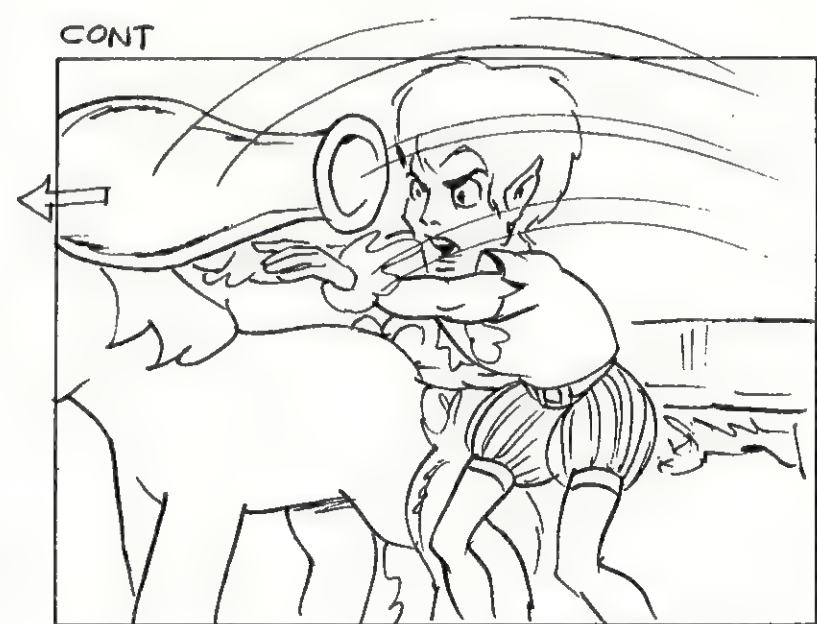
WIPE



INT. ANOTHER HALLWAY - GUARDS ADVANCE,
PHILLIPE & PONIES BACK UP...

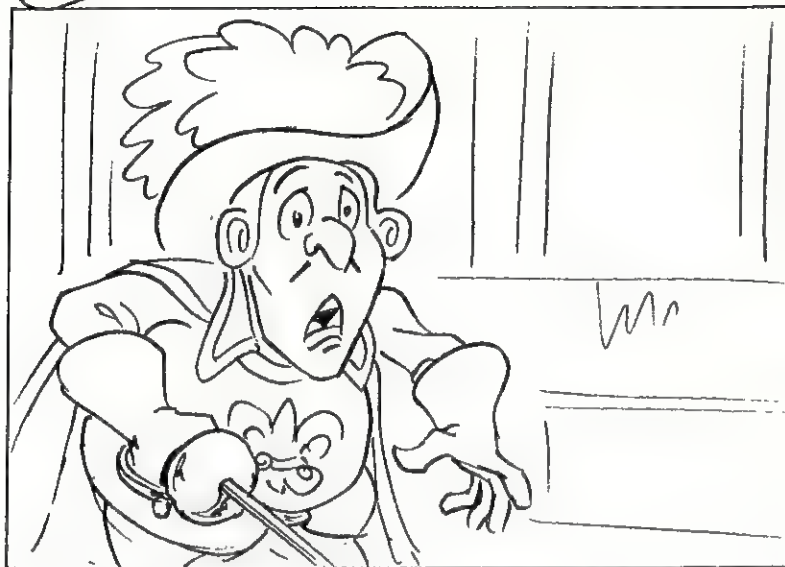


PHILLIPE SEES URN, ...



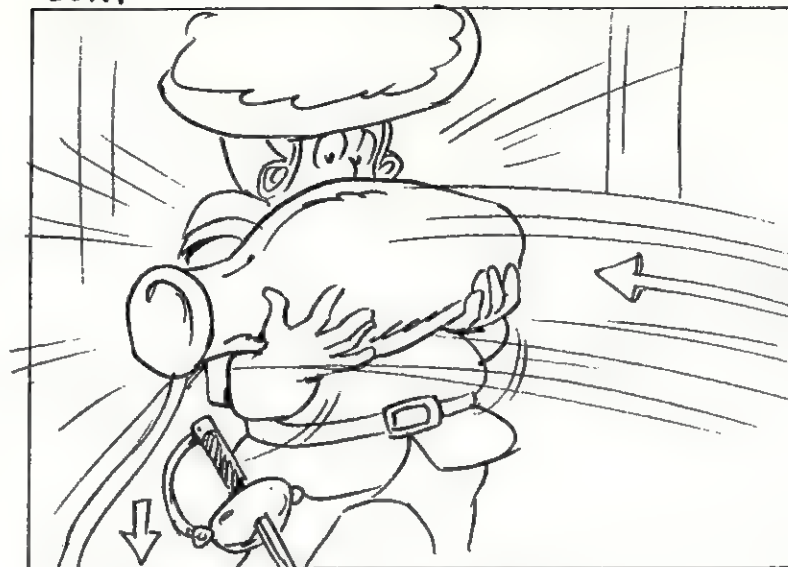
... THROWS IT ...

(177)



GUARD...

CONT



...DROPS SWORD, CATCHES URN...

(178)



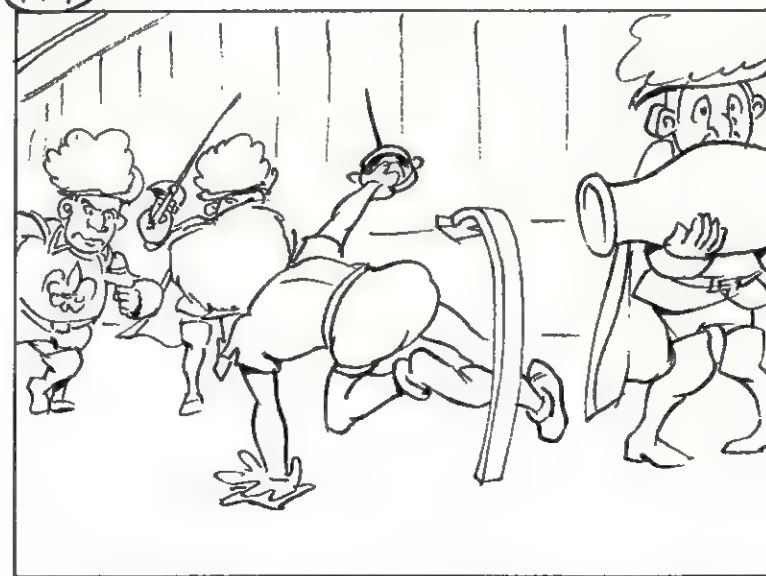
PHILLIPE LEAPS FOR SWORD

CONT



... GRABS IT, ROLLS...

(179)



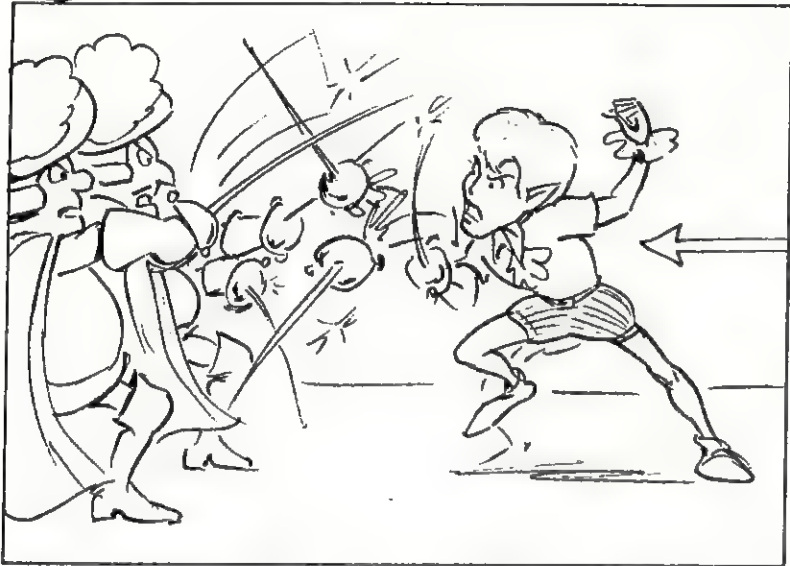
... LEAPS UP...

(180)



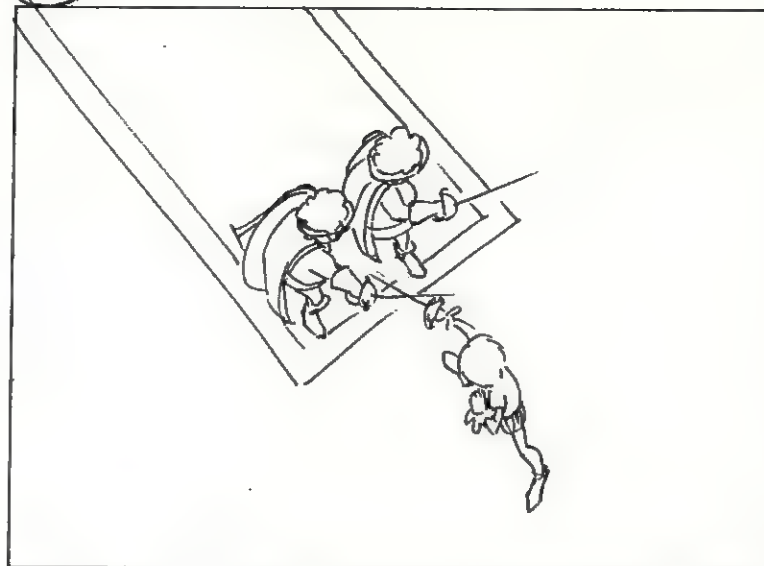
FACES OS GUARDS, EN GARDE-
PHILLIPE: HAVE AT YOU!!

181



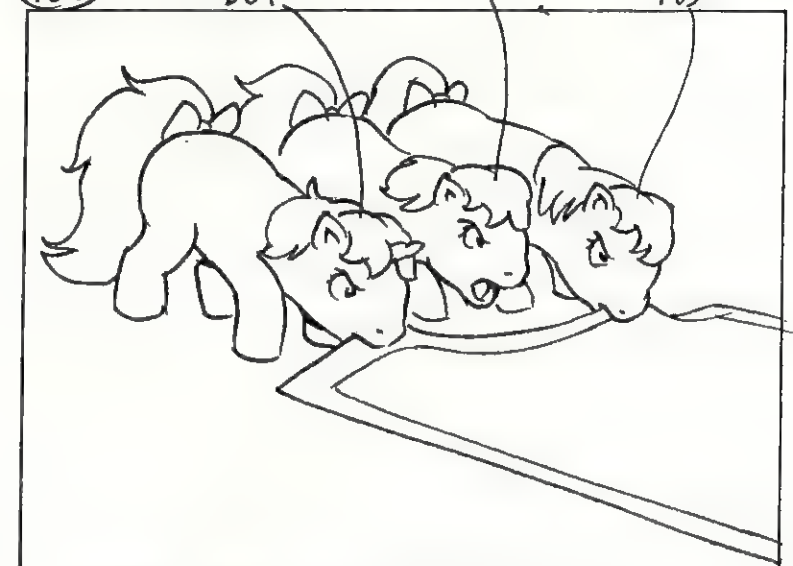
PHILLIPE EXPERTLY FENCES GUARDS,
DRIVES THEM BACK --

182



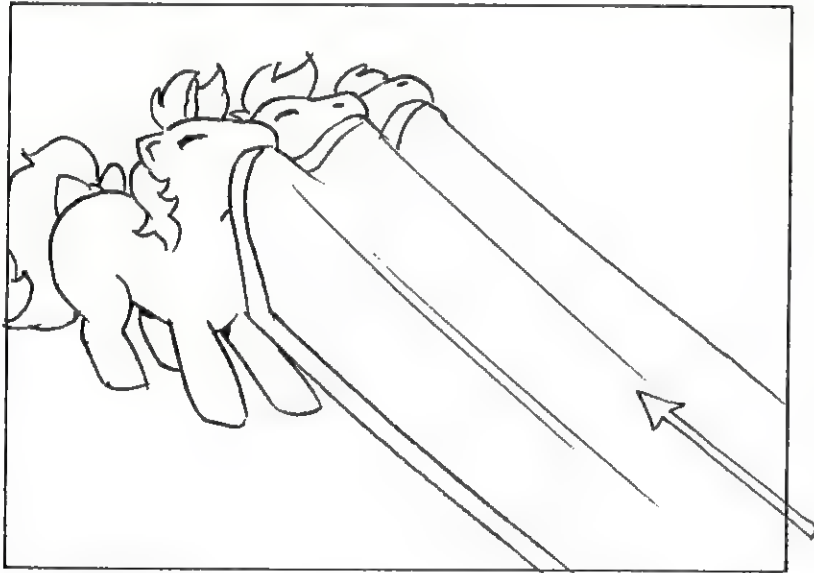
DOWNSHOT. PHILLIPE DRIVES GUARDS ONTO
LONG RED & GOLD CARPET...

183



PONIES TAKE HOLD OF OTHER END OF
CARPET, ...

CONT



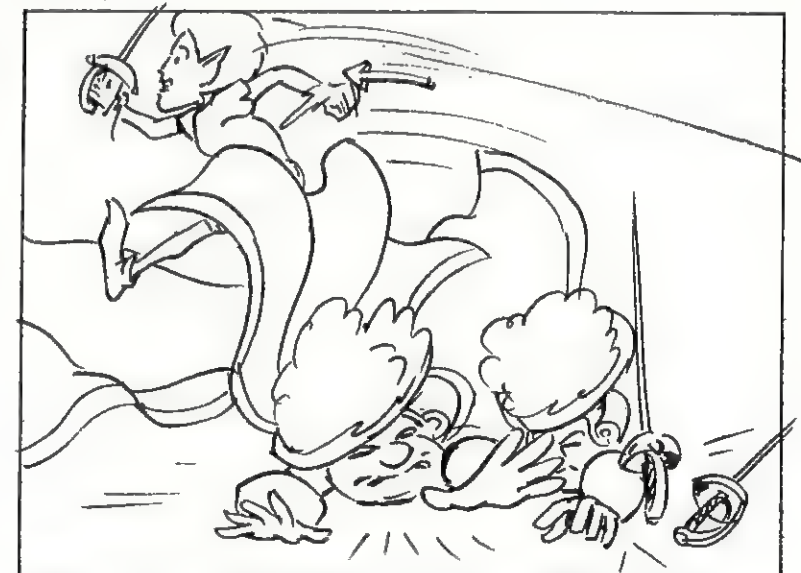
... YANK, ...

184

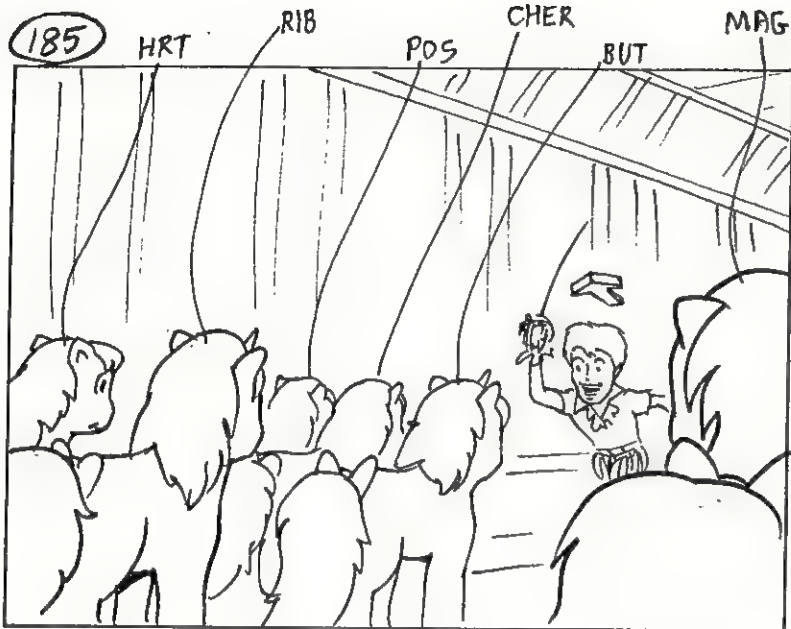


... GUARDS TUMBLE...

CONT



... AND FALL. PHILLIPE RUNS PAST -

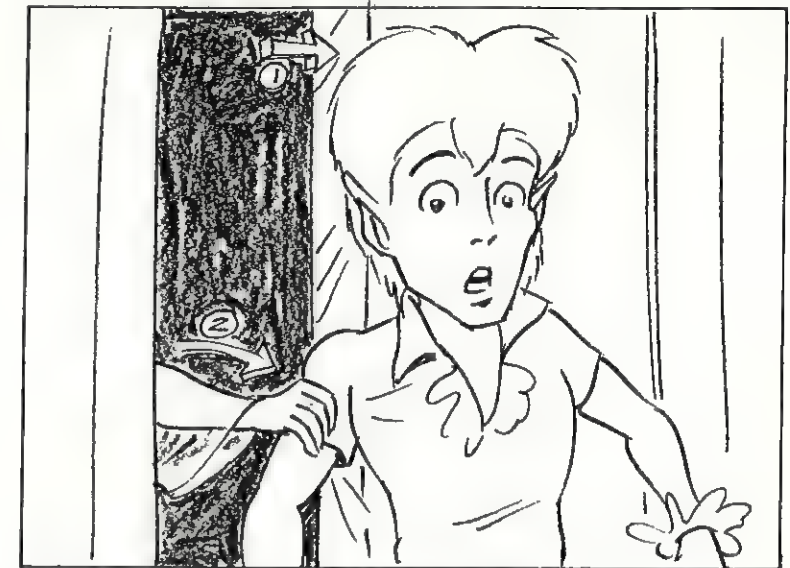


PHILLIPE: WELL DONE!...



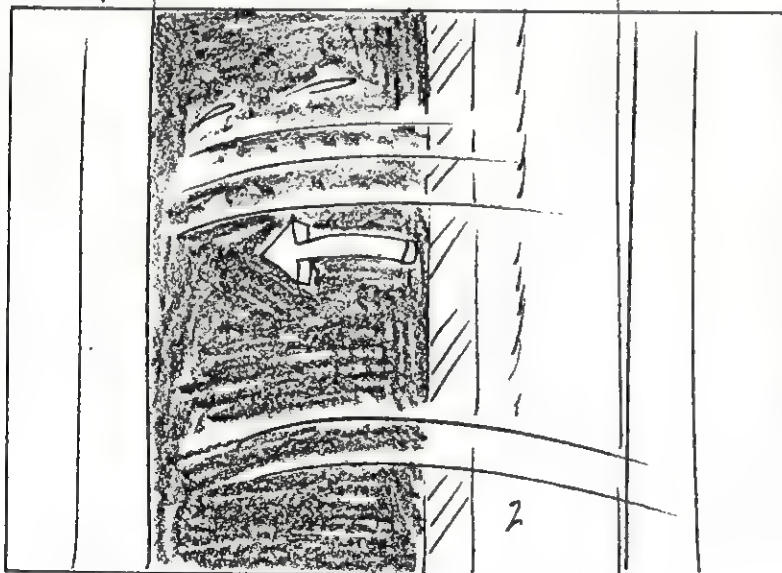
HE TURNS, LOOKS TOWARD DISTANT OS
TUMBLING GUARDS
... SPLendid!

CONT

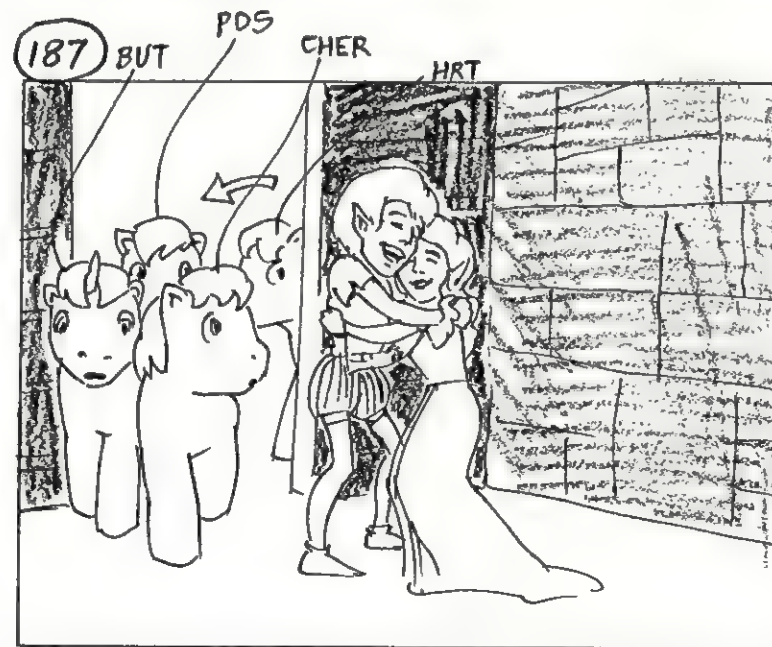


① SECRET PANEL QUICKLY OPENS ---
② SHE GRABS HIM ----
SUZETTE (OS): PHILLIPE! ...

CONT



... PULLS HIM OS
... YOU'RE FREE!



INT. SECRET PASSAGE. ADULT PONIES ENTER-
PHILLIPE: SUZETTE! YOU'RE SAFE!



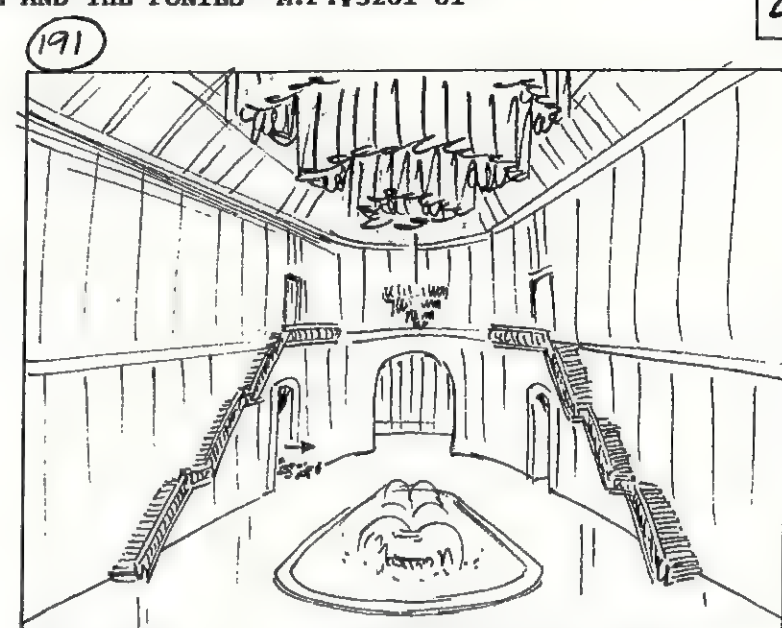
SUZETTE: BUT, SOME FRIENDS OF YOURS
ARRIVED -- THE FIRST TOOTH PONIES!



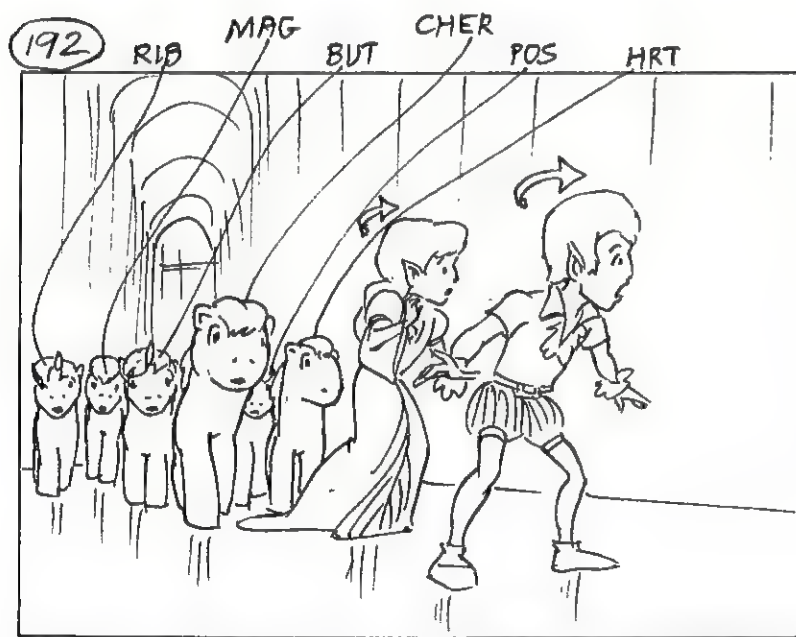
CHERRIES JUBILEE: WHAT!?



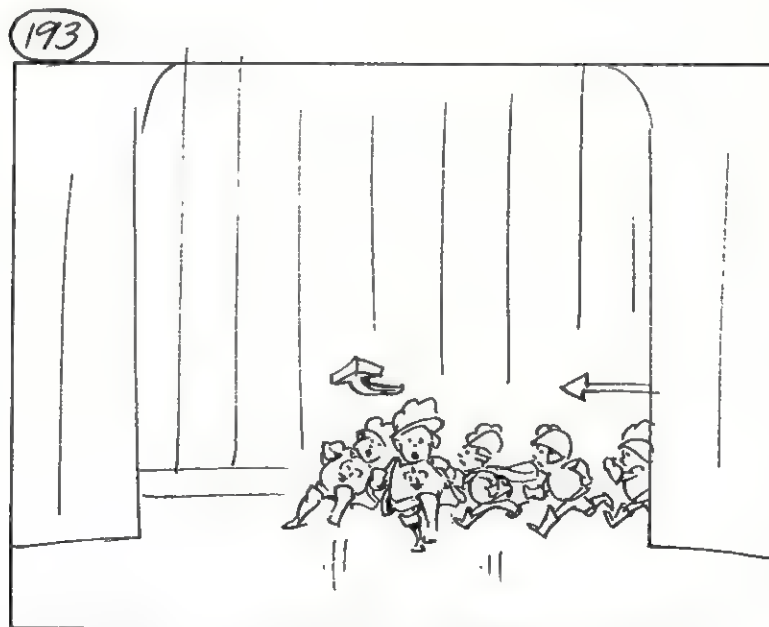
SUZETTE: AND THE GUARDS ARE AFTER THEM! WE MUST HELP THEM!



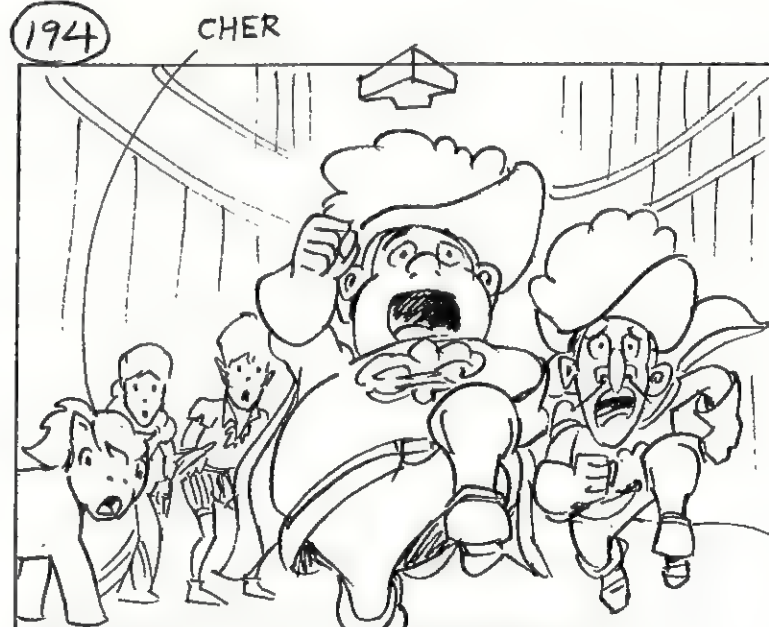
INT. MAIN HALL. ADULT PONIES, PHILLIPE & SUZETTE RUN IN. NOTE CHANDELIERS, BALCONIES, STAIRS, WORKING FOUNTAINS & POOL.



THEY TURN AT OS SFX: CHARGING FOOTSTEPS.



GUARDS COME RUNNING.
PHILLIPE (OS): THE GUARDS! THEY'RE ATTACKING!



BUT THEY RUN PAST THEM, SCARED-
CHERRIES JUBILEE: NO THEY'RE NOT --!

195

B.TIC-

B.LICK



THE LAST OF THE GUARDS RUN, CHASED BY FIRST TOOTH PONIES HOLDING SWORDS IN THEIR MOUTHS.

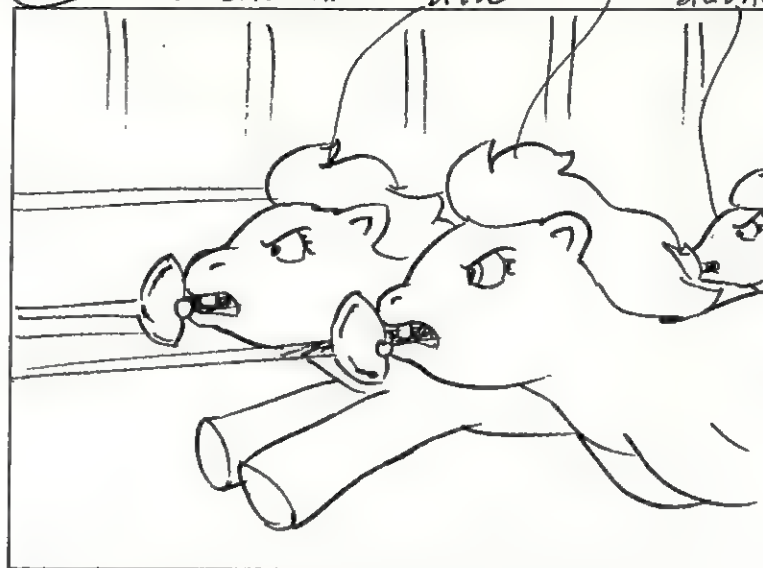
196

← FOLLOW PAN

B.TIC-

B. LICK

B.QVAC



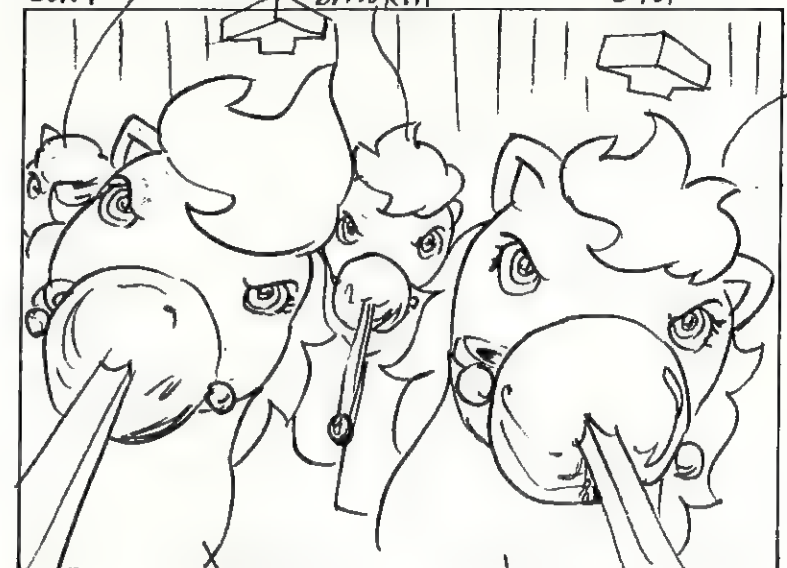
FIRST TOOTH PONIES (WITH SWORD GRIPS IN MOUTHS): (BATTLE CRIES!!) ~~~~~

CONT

B.QVAC

B.NORTH

← FOLLOW PAN & STOP



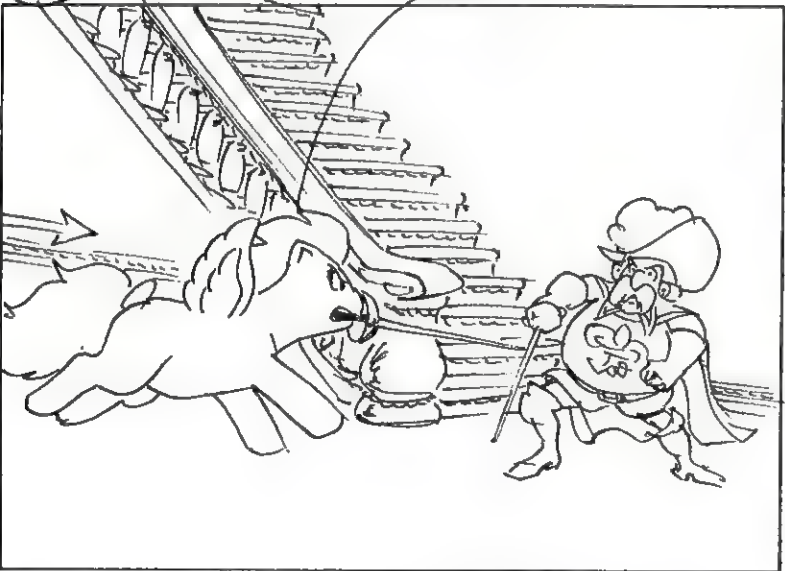
B. TIC-

B.LICK

B. BOUN

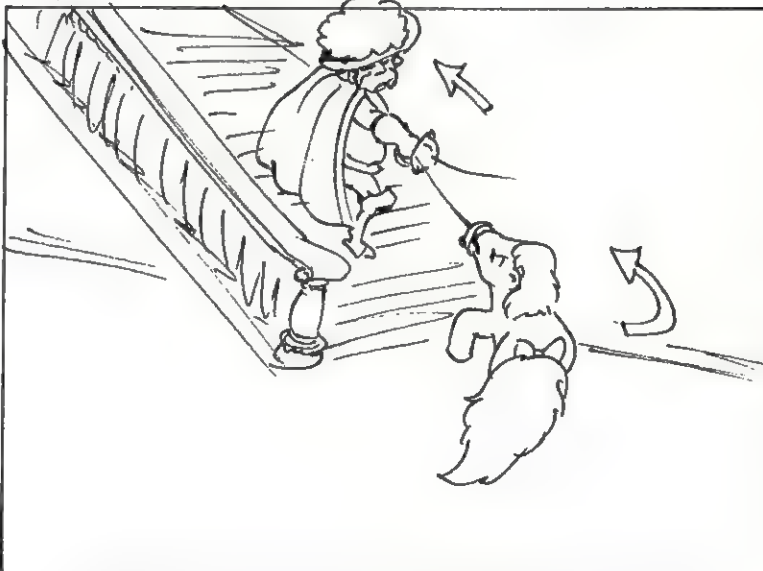
197

B.BOUN



SHE CHARGES AT GUARD, ...

CONT



... BACKS HIM UP THE STAIRS ...

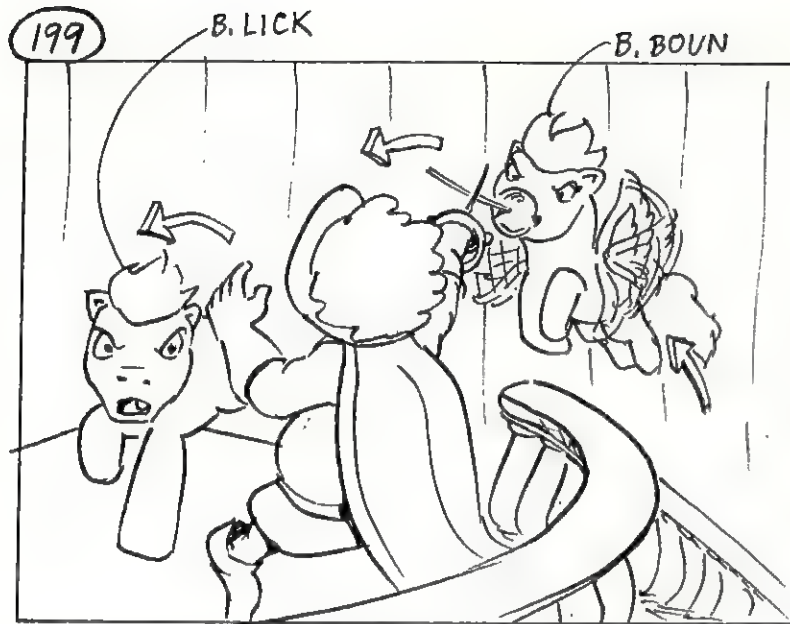
198

← FOLLOW PAN

B.BOUN



... SHE BOUNCES, FIGHTING, FORCING HIM UP THE STAIRS...



BABY LICKETY SPLIT RUNS UP STAIRS TO
JOIN FIGHT...



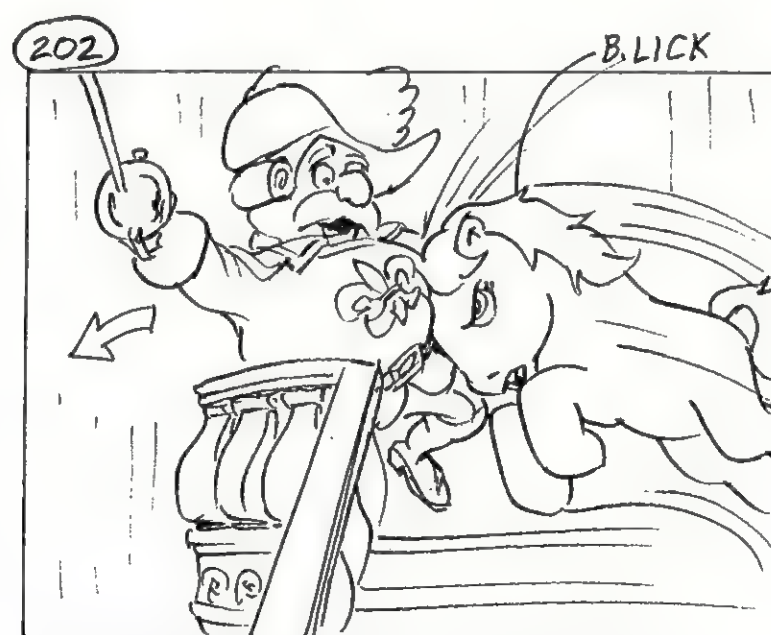
SHORT SC



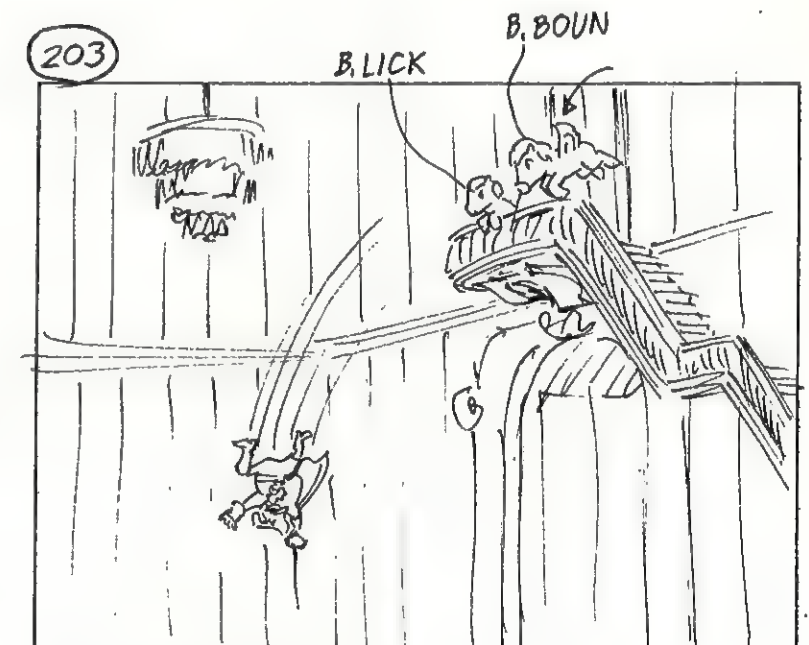
WHIP HEAD TURN



SHORT SC SHE CHARGES



... SHE RAMS GUARD, KNOCKING HIM
OVER BALCONY RAIL, ...



... GUARD FALLS
GUARD (FALLING): YAAAA--!
~~~~~



204



SFX: SPLASH! -- AS GUARD FALLS INTO FOUNTAIN.

205



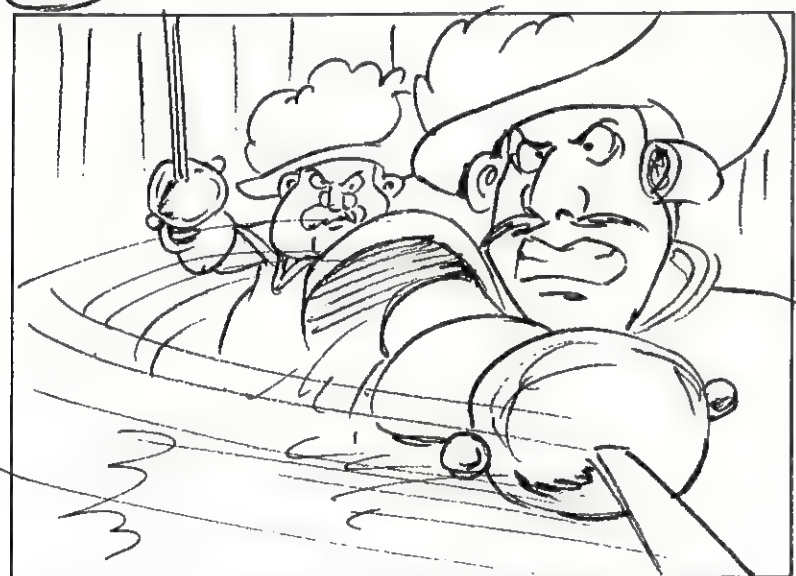
SFX: SPLUSH... AS HE COMES UP FOR AIR.  
GUARD: (GASPS FOR BREATH FROM WATER)

206



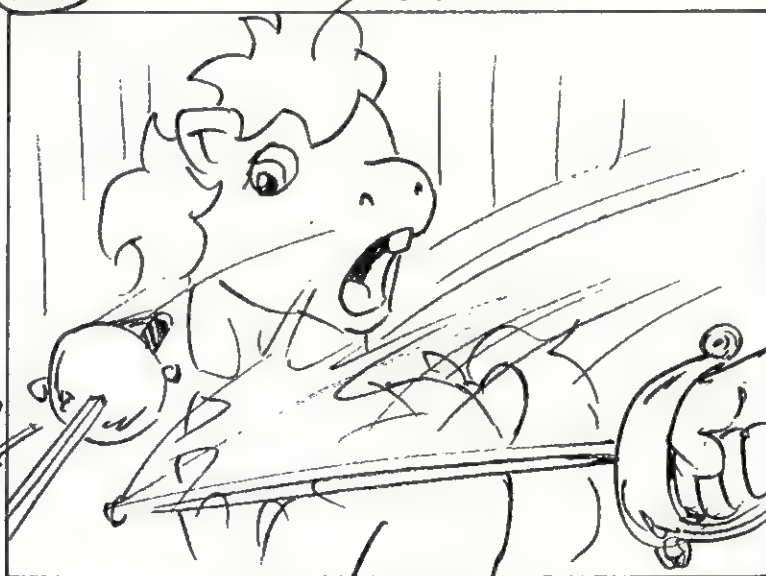
BALCONY DOORS FLY OPEN, GUARDS RUSH IN...

207



SHORT SC GUARD SWIPES WITH SWORD...

208



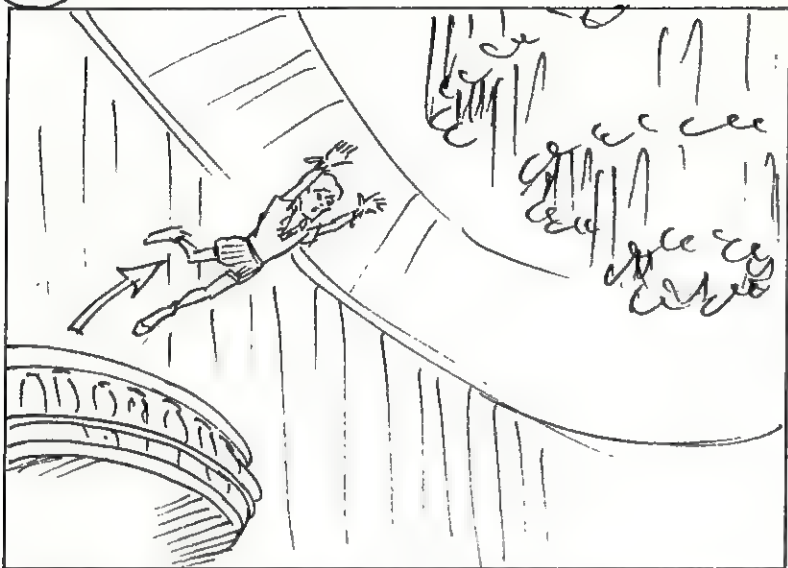
... SHE IS DISARMED.

209



SHORT SC. PHILLIPE SEES THIS...

210



SHORT SC PHILLIPE LEAPS FROM  
OPPOSITE BALCONY...

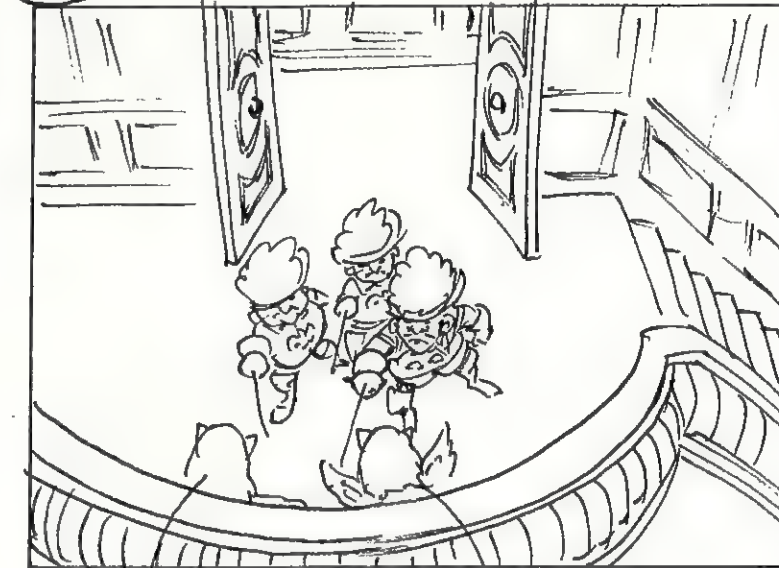
211

FOLLOW PAN



SHORT SC HE SWINGS ON  
CHANDELIER

212



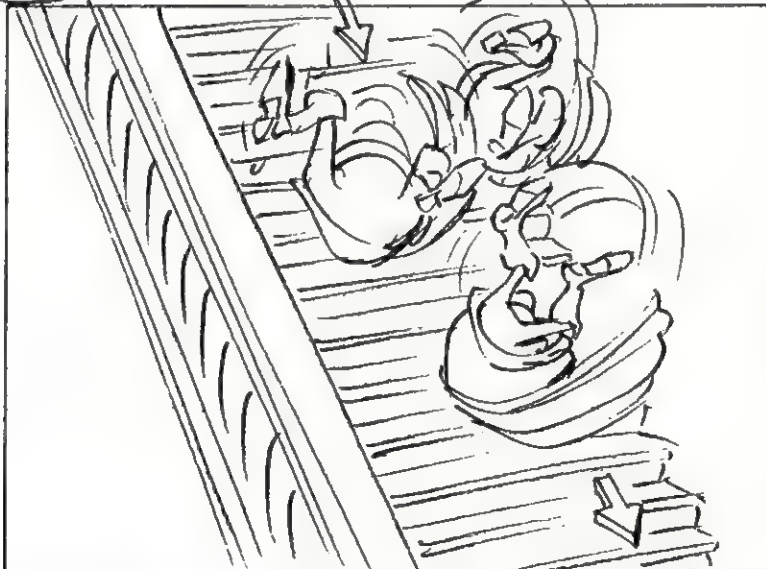
B. LICK  
THEY ARE TRAPPED -  
B. BOUN

213



SHORT SC B. BOUN  
PHILLIPE KNOCKS GUARDS  
BACK...

214



GUARDS GO TUMBLING DOWN STAIRS

215

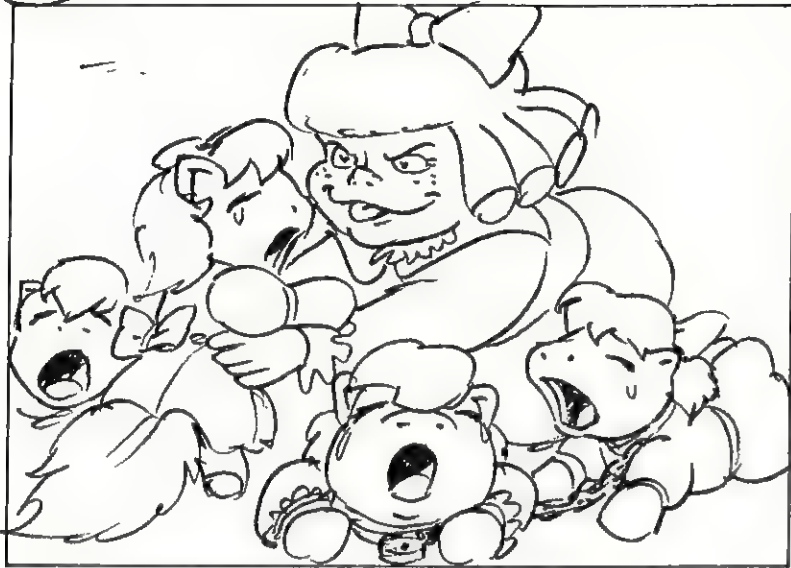


PHILLIPE : TO MARGETTE'S ROOM!

WIPE



216



INT. MARGETTE'S ROOM  
NEWBORN PONIES: (PATHETIC CRYING AND WAILING)

217



DUCHESS: FORGET THOSE BRATTY PONIES!! ...

218



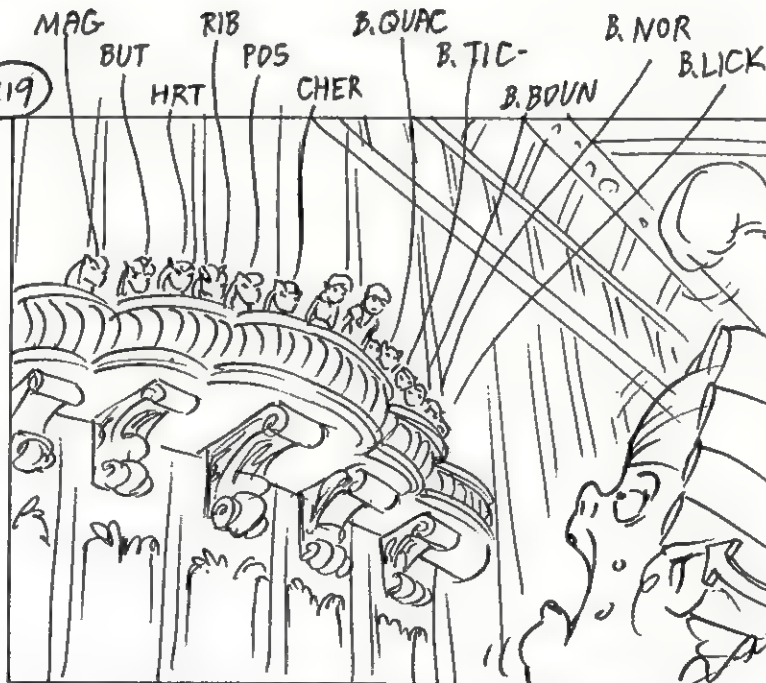
...WE GOTTA GET THE PRINCE BACK IN THE DUNGEON -- !!

CONT YM SHORT FOLLOW PAN



PHILLIPE (OS): TOO LATE, DUCHESS!

219



SHE LOOKS UP, SEES GROUP ON BALCONY

220



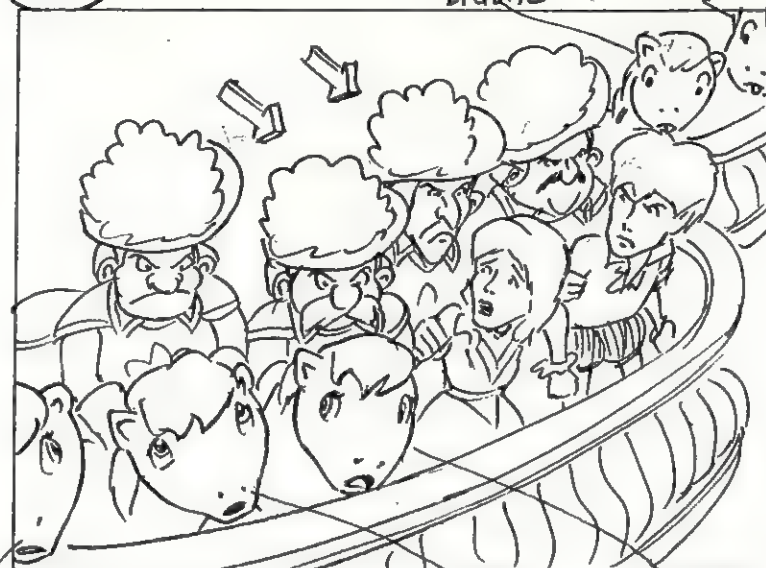
SUZETTE: PHILLIPE! THE GUARDS ARE COMING!

221



PHILLIPE : LET THEM!

222



GUARDS RUSH IN, GRAB  
VARIOUS PONIES, SUZETTE & PHILLIPE

223



PHILLIPE : TAKE A GOOD LOOK AT YOUR  
DUCHESS!

224



MARGETTE & DUCHESS LOOK UP NERVOUSLY  
PHILLIPE (OS, CONT): THIS IS HOW SHE  
TREATS INNOCENT DEFENSELESS BABIES!

225

→ CAM PAN



NEWBORN TWINS : (CRY & WAIL)



226



GUARDS LOOK DOWN IN DISGUST.  
PHILLIPE (OS): MEN! ...

227



... WHOSE SIDE WILL YOU CHOOSE? ...

CONT



... HERS ...

CONT



... OR THAT OF YOUR TRUE RIGHTFUL  
PRINCE?

228



GUARDS PONDER OS PHILLIPE, ...

CONT



... LOOK DOWN THOUGHTFULLY ...



229



DUCHESS IS LOOKING UP NERVOUSLY

230



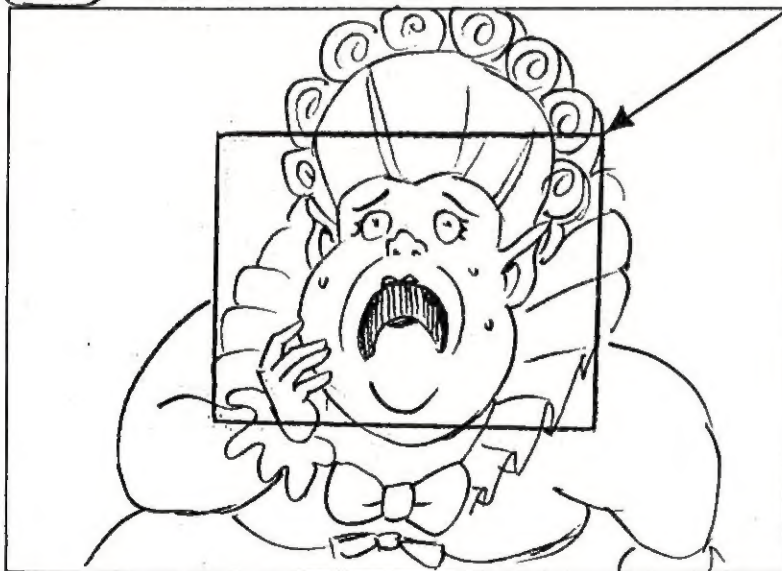
PRINCE LOOKS DOWN DISDAINFULLY-

231

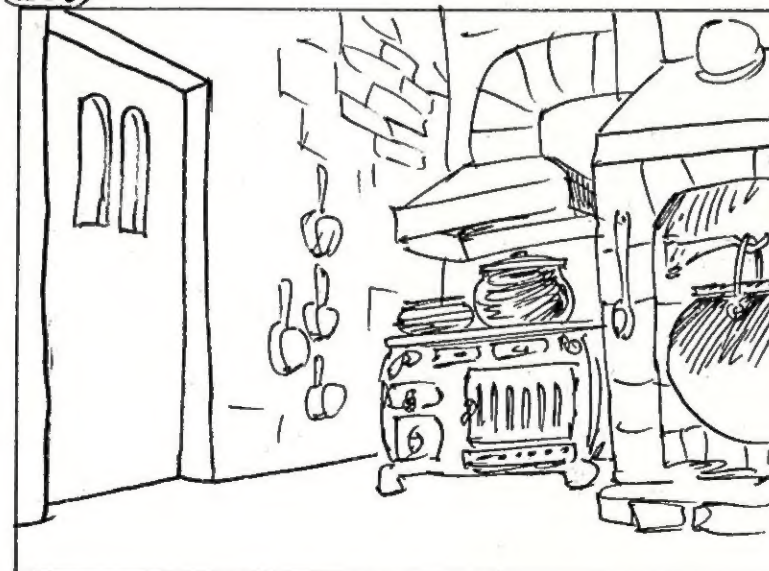


GUARDS : (AD LIB CHEERS, "LONG LIVE PRINCE PHILLIPE!" ETC.)

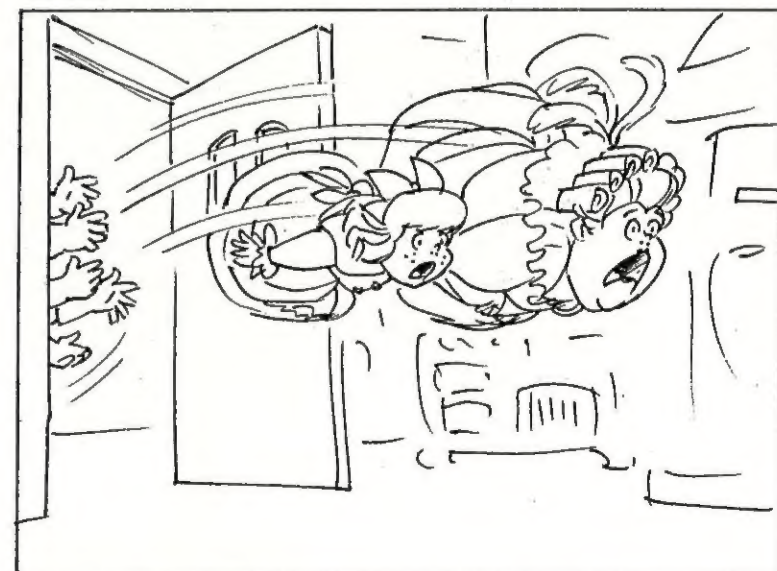
232 TRUCK IN DURING SC

SHE IS NOW HIGHLY NERVOUS-  
PHILLIPE (DS): AND YOU, DUCHESS, CAN HAVE YOUR OLD JOB BACK -- !

233

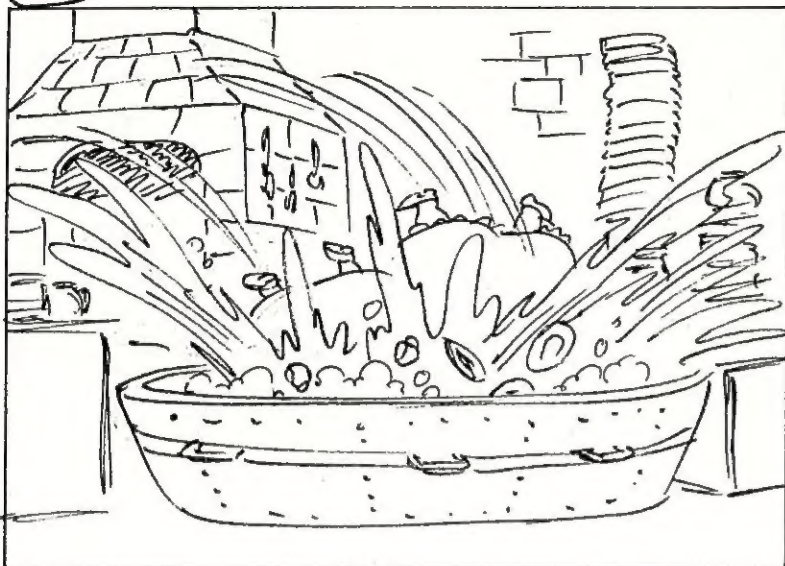
INT. COOKING AREA-  
PHILLIPE (VO CONT): -- IN THE ...

CONT

GUARDS THROW MARGETTE & DUCHESS IN...  
... SCULLERY!

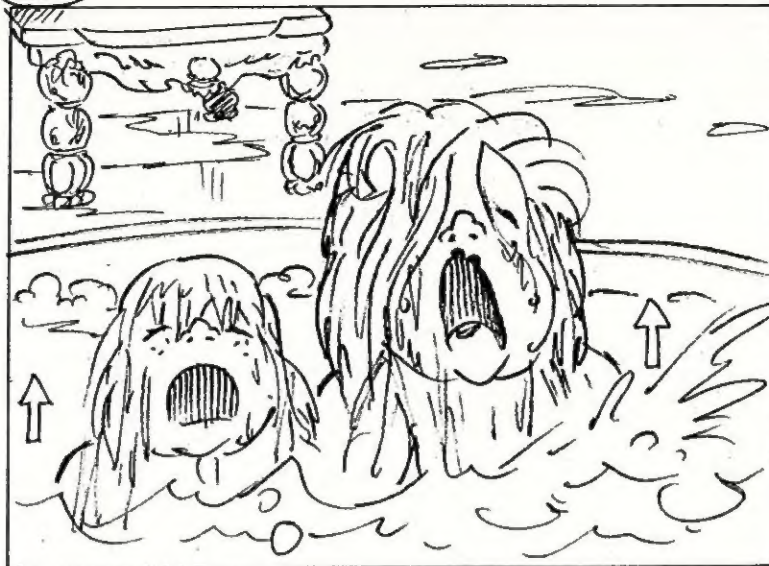


234



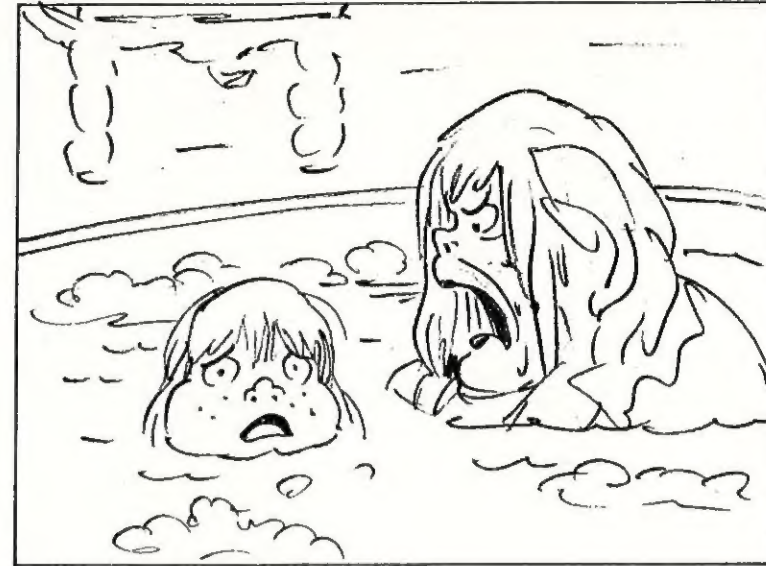
MARGETTE & DUCHESS FLY INTO HUGE TUB  
FILLED WITH DIRTY DISHES.  
SFX: SPLASH-CLATTER-CLINK ~

235



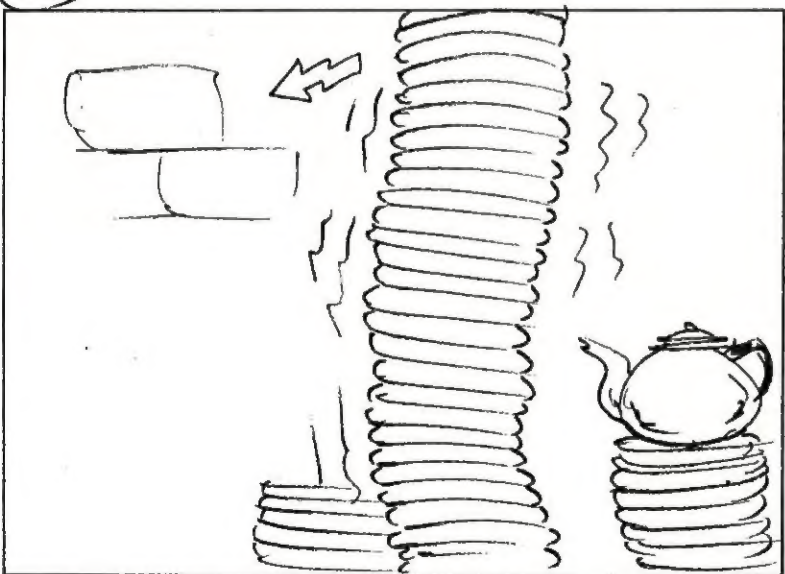
THEY COME UP FOR BREATH  
MARGETTE/DUCHESS: (GASPS FOR BREATH  
FROM WATER)

CONT



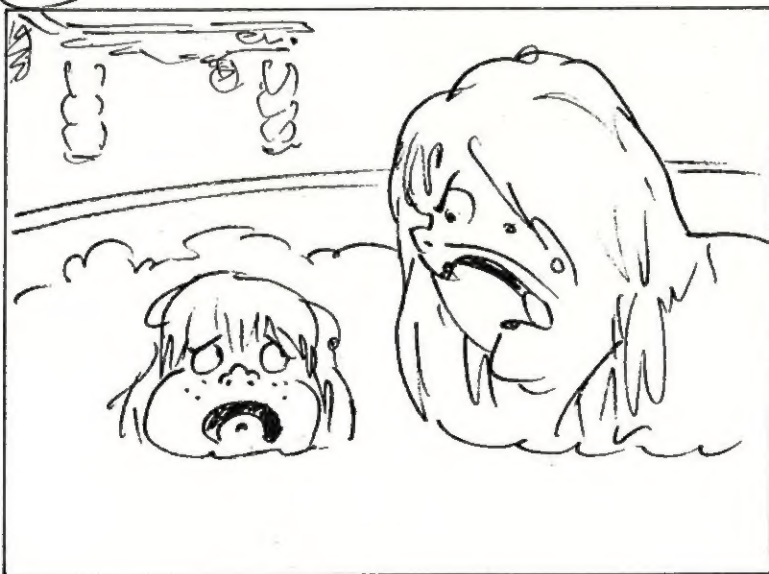
DUCHESS: YOU HADDA...

236



VIBRATION OF VOICE CAUSES STACK OF  
DISHES TO JITTER, START TO FALL...  
... HAVE A PET...

237



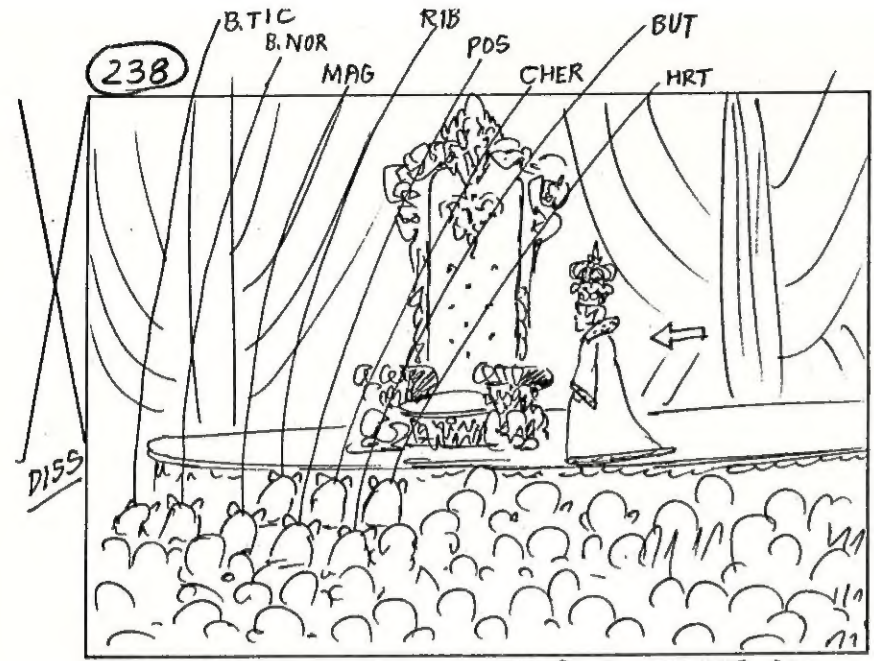
... DIDN'T YOU?!?

CONT



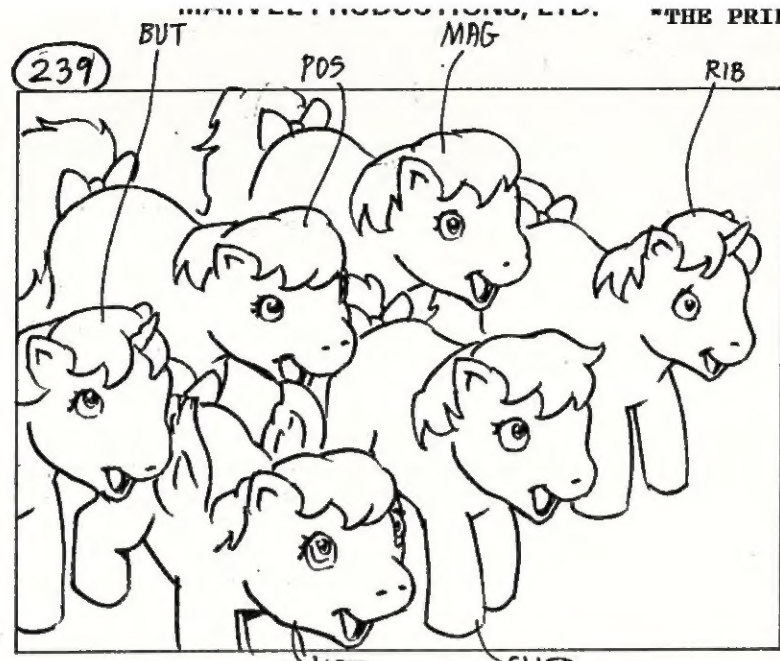
SFX: CA-RAASH-SPLASH-CLATTER ~



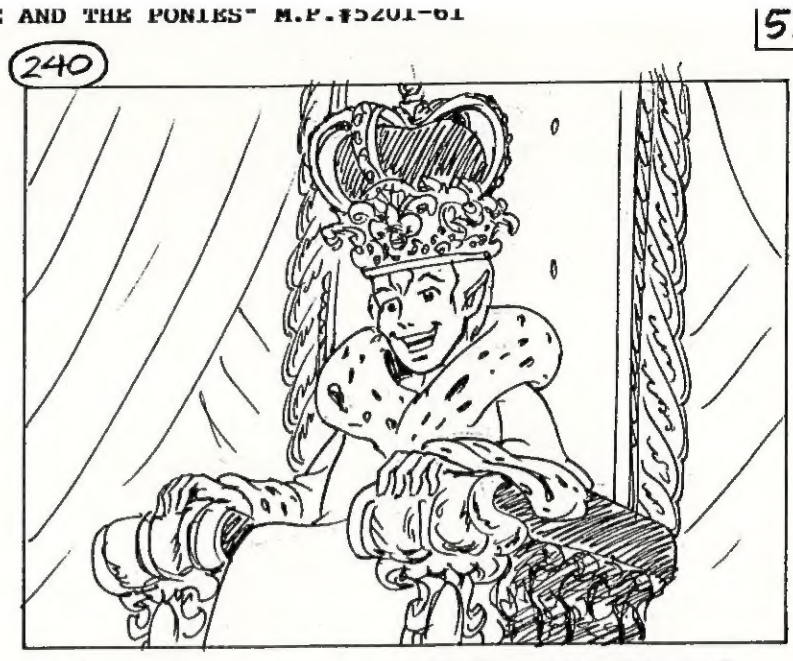


INT. THRONE ROOM- NOBLES & PONIES ALL GATHERED. PHILLIPE, IN ROYAL ROBE & CROWN, APPROACHES HIS THRONE.

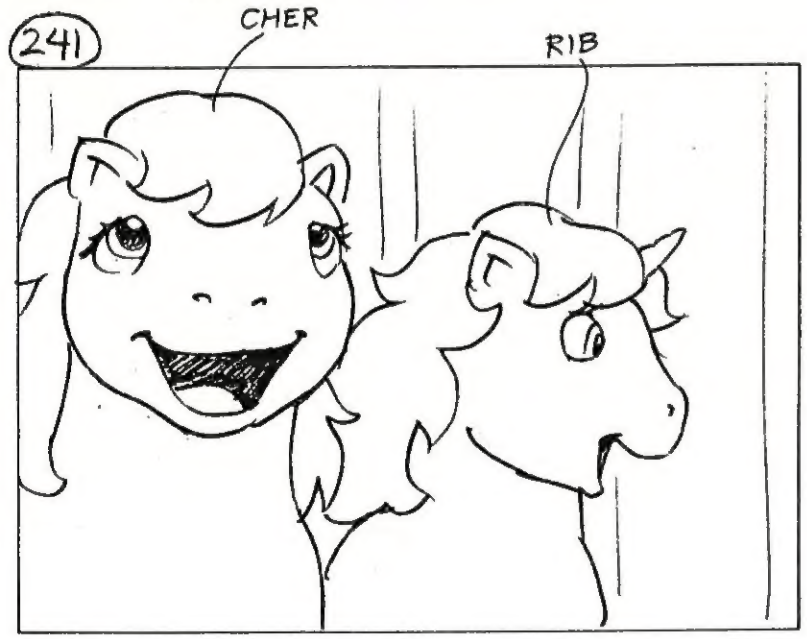
ALL: (CHEER) ~~~~~



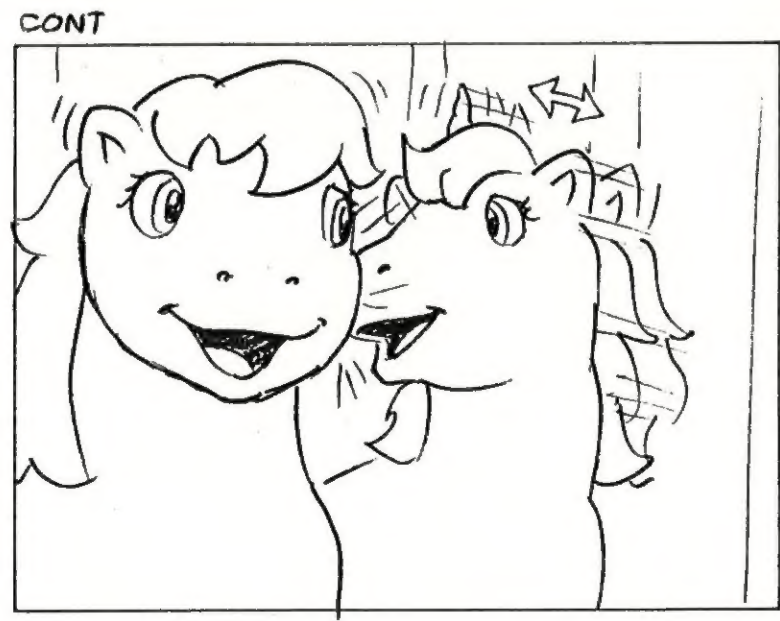
... ~~~~~ ...



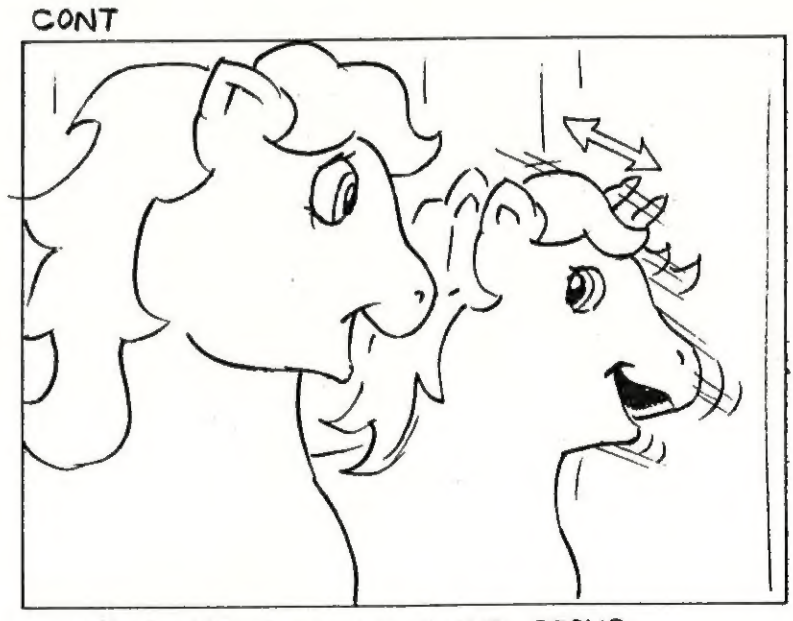
PHILLIPE: LITTLE PONIES, YOU HELPED RESTORE ME TO MY THRONE ...



RIBBON LOOKS OS, ...



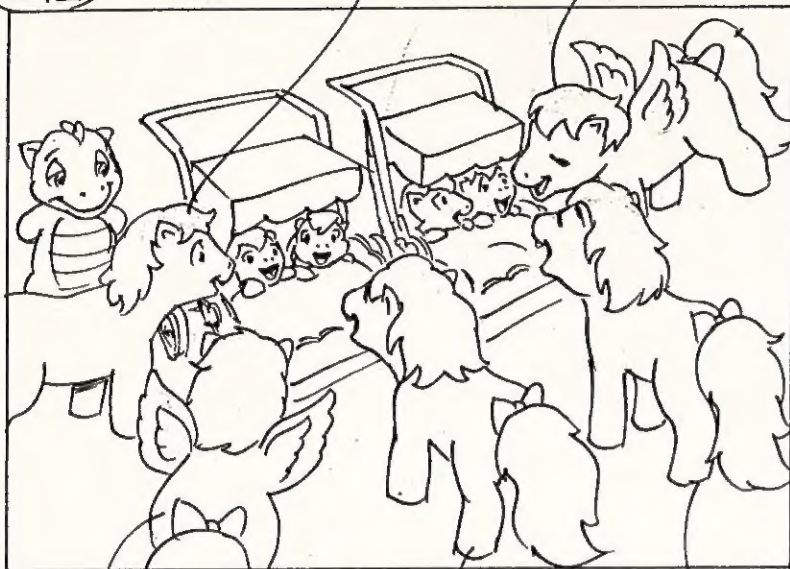
...NUDDGES CHERRIES,...



...INDICATES OS WITH HEAD PECKS.  
RIBBON: LOOK WHO'VE BECOME INSEPARABLE ...!



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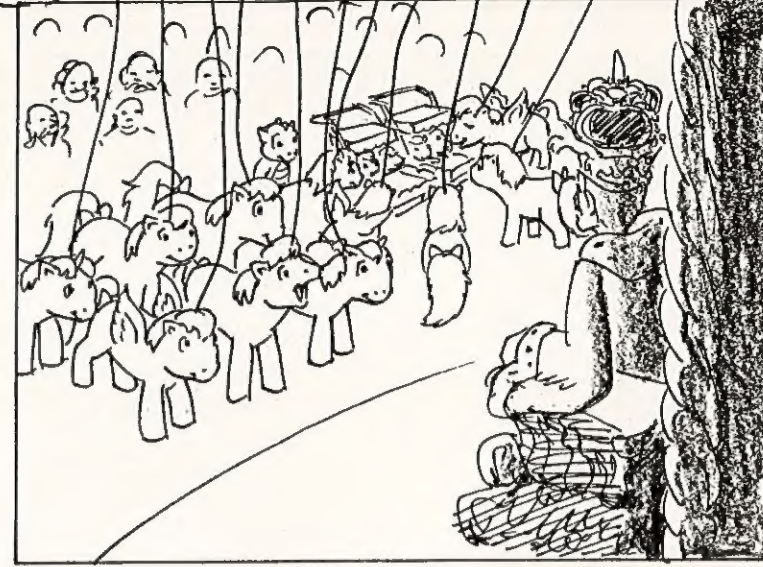
PHILLIPE (OS): I OWE YOU A GREAT DEBT.

243



CHERRIES JUBILEE: WELL, YOUR HIGHNESS---

244



...I'D SAY WE WERE ABOUT EVEN!

245



FADE OUT

SFX: CHEERFUL COURT MUSIC SWELLS.  
BABY PONIES/FIRST TOOTH PONIES: (GIGGLING & LAUGHING)